

MARVEL SUPER HEROES™

Advanced Game Official Guidebook to Mutants

CHILDREN OF THE ATOM

by Kim Eastland



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Homo Sapiens Superior



Children of the Atom is the first guidebook released for use with the MARVEL SUPER HEROES® Advanced Game. It contains full descriptions of almost every notable mutant in the Marvel Universe, plus many of the non-mutant villains, characters, items, and locations that affect the mutants' lives. It acts not only as a complete collection of Marvel mutants, but also provides suggestions and an adventure for introducing mutant characters into the game. To play a mutant, player character or otherwise, requires a basic understanding of the status of mutants in the Marvel Universe. The following information has been gleaned from many Marvel sources, including the *Official Handbook of the Marvel Universe* (both editions) and *Marvel Age*.

What Is a Mutant?

Technically, a mutant is a plant or animal with inheritable characteristics that differ from those of its parents. Therefore a Marvel Universe mutant is a being who was born with a physical or mental characteristic not possessed by either of its parents. This does not mean that every character who mutates is a mutant. The Fantastic Four, Hulk, and Spider-Man were all born human and later mutated: that is, the character was exposed to a mutagenic agent which allowed the character to acquire a different physical or mental characteristic than normally possessed by humans. True mutants are born with this genetic difference, and it must be a genetic difference that is not possessed by the child's parents.

Which leads us to another question...

What Causes Mutations?

The Celestials—massively powerful,

star-faring aliens—visited Earth over a million years ago and performed gene-altering experiments in an effort to evolve different races. It was at this time that dormant genetic mutations were introduced into mankind's gene pool, but it was not until recently that these mutations became evident. The current increase of radiation in the Earth's environment is chiefly responsible for these mutations. The radiation increase can be individually triggered (like a lab test that bombards a character with radiation) or is result from the many atmospheric nuclear tests in the past.

These mutations take different forms. Some mutants, like Nightcrawler, have obvious physical mutations. Other mutants, like Professor Xavier, have physical differences in their brains that give them added mental powers, but physically they appear human.

Why Don't Other Super-powered Characters Suffer Hysterical Prejudice?

This is a common misconception. Some super powered characters and teams have had plenty of problems in the past. At first, the Fantastic Four were thought to be freaks, especially the Thing, and the military was sent after them. Spider-Man constantly gets roasted by the Daily Bugle as a monster. Whenever a character has a special ability that others do not have, there is bound to be jealousy and fear (usually of the unknown), which is a good reason for secret identities.

The difference with mutants is that they are seen as a separate race and people can easily stereotype them ("all those dirty muties are

alike"). Racism has long been a problem in mankind's history. Mutant racism seems justified to many people due to villains such as Magneto and his Brotherhood of Evil Mutants. Overall, humans view mutants as unknown, different, and sometimes very, very dangerous. The fact that mutants sometimes refer to themselves as *homo sapiens superior*, the next step in the evolution of mankind, does not help calm those fears.

MARVEL SUPER HEROES Advanced Mutants

Each of the characters featured in this book is described in terms of his statistics and abilities. The details are divided into the following categories:

- Character's public name
- Character's real name (if known)
- Genetic and outlook type
- Abilities
- Variable abilities
- Known powers and items
- Special tricks and power stunts
- Talents
- Contacts
- Running the character

A Character's public name is the name by which the character is known to the public. Many characters (such as the X-Men) use these 'hero names' to conceal their identities and thereby protect their friends and loved ones, while various criminals and world-conquerors (such as the Hellfire Club) use a 'criminal name' to instill fear in their victims (like Juggernaut).

A Character's real name is his given name, the name that the character goes by when not battling or committing crimes. For instance,

Shadowcat's real name is Kitty Pryde. Some characters, like Magneto, are secretive about their real names.

Genetic and outlook states whether the character is a mutant, human, or other race (alien, etc.), and whether his outlook is villainous or heroic. If the character is neither a criminal nor a hero, then another term may be used: trainee for a mutant just learning to control his powers, neutral for a mutant who does not wish to take sides, and so on. In the Very Important People section, the person's occupation will often be listed (for example, human government agent). If the character is believed to be dead, "deceased" will also be added to this line. Deceased mutants are included in this booklet to make it the most complete collection of Marvel mutants yet compiled.

Abilities and variable abilities are as described in the MARVEL SUPER HEROES Advanced Game. Some characters have two or more sets of ability scores because the nature of their powers alters their abilities (like Colossus's increased Strength, Endurance, and Health when armored). The normal abilities and variable abilities of the character appear first, any altered statistics usually appear in parentheses after the normal ones. The abilities and variable abilities have been altered in this booklet to reflect any character growth or changes in the Marvel Universe since statistics were last published by TSR.

Known powers and known items are the special abilities and unusual gear of the character in question. Because similar powers often operate differently when used by different heroes, each character's powers are detailed in his entry. Sometimes a power description simply refers to the power of another character listed in this booklet; this is to prevent duplications wherever possible and provide more space for more character descriptions. Items that a character uses constantly (like Magneto's metal mesh costume, the Silver Samurai's katana, and so forth) are listed under the powers section for ease of reference. Limitations are also sometimes listed after the powers and items. Limitations are important considerations when dealing with a character and represent psychological problems, conditions which affect the character's power, and so on.

A special trick or a power stunt is sometimes added to the character. Special tricks are tactics and maneuvers often used by the character that are uniquely his, but require no special FEAT roll or Karma use. They are not used constantly, but they are a specialty of the character. A power stunt is a tactic requiring an additional FEAT roll or karma use for a stunt, like a fastball special (see Colossus, Rogue, or Wolverine). Any special trick or power stunt that has already been explained in the MARVEL SUPER HEROES Advanced Game rules is simply listed by title; others include a definition. Not all characters

have special tricks or power stunts. If a Judge or player notices a character using a certain maneuver again and again in the Marvel comics, then he may want to introduce it to the character's abilities through the use of a special trick or power stunt listing (caution should be taken not to introduce too abrupt a change in the character's tactics at once).

Talents are learned skills that the character always has, even when his power is nullified. Talents also include weapon proficiencies, martial arts proficiencies, and multiple languages. Some characters' talents are so well developed that the talents are as important as the character's powers.

Contacts are those people the character knows and can rely on. The contacts are always friendly, will help the character, and can expect the character to help them if they are in trouble. A character who has contact with the Fantastic Four has a much better possibility of getting them to assist him than a character who has no contact with them. Sometimes a personal contact is listed, like a girlfriend or teacher, who might be used to persuade the character to do something he normally would not do (Arcade once kidnapped many of the X-Men's close friends and relatives so he could coerce the X-Men into protecting him from Doctor Doom).

Running the character gives a brief description of the character's personality so players can properly run them during game play.

The order in which mutants appear in this booklet depends on a number of points:

- teams of mutants appear before free agent mutants;
- a mutant appears with the team in which he is a current member or, if he is a member of two different teams at the same time, in the team that is the most popular;
- characters are listed in alphabetical order within each section. For easy reference, the Table of Contents on the inside front cover lists the teams and free agent locations, while the index on page II lists the locations of individual characters.

Additional Information

There are additional sections listed after the mutant character rosters. These include the Mutant Menace section detailing the present government's policies toward mutants (such as Project Wideawake and the use of Sentinels) and a possible future timeline where America is ruled by Sentinels who hunt mutants and subversives; a Very Important People section covering those villains, non-super powered individuals, and aliens that constantly affect the lives of some or all of the mutants; and a Locations and Items section covering many important devices used by some of the characters listed (or that are used

against them), and a few important locations that have effected the lives of mutants. Each one of these sections offers a wealth of background and developmental material that can be used for campaigns and character development by Judges and players alike.

The Mini-Adventure

The final section of this booklet is a mini-adventure designed for use with mutant characters. The foes and events are outlined, but it is not an adventure designed for specific heroes. Any characters may be used in this adventure, even player-generated heroes. We recommend they be mutants, though, to help maintain the flavor of the scenarios. This mini-adventure uses the City Map included with the MARVEL SUPER HEROES Advanced Game. The mini-adventure (and the whole of this book) cannot be properly used without the advanced set of rules. The detachable map located in the back of this booklet is for use as the Danger Room, as described under the Items and Locations section, and the mini-adventure.

A Note on Updating Characters

TSR Inc. works closely with Marvel so that the characters represented are as up-to-date as possible. However, the Marvel Universe evolves constantly and a character may change within a short period of time. The only way a Judge or player can keep up with the current Marvel Universe is to read the Marvel comics and alter characters or adventures accordingly.

How to Use This Book

The information presented in this book can be used as given (to run a character or adventure) or it can be altered by the Judge to fit his specific likes and needs. A player who generates a new character in the MARVEL SUPER HEROES Advanced Game and has a power similar to an existing character can use these statistics as a reference point.

So sit back, relax, and keep looking over your shoulder for sentinels. You are about to enter a world inhabited by children of the atom.

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X-Men



The X-Men is a team of mutant heroes founded, funded, and guided by Professor Charles Xavier, who is a mutant himself. It was Xavier's original intent to train young mutants to become super heroes and fight those mutants who used their powers for evil ends. This philosophy has evolved over the years to include combating all forms of evil, not just evil mutants. Under the guise of his exclusive "School for Gifted Youngsters", Xavier gathered and trained his first group of youngsters—Angel, Beast, Cyclops, Iceman, and Marvel Girl—and dubbed them the X-Men (the "X" originally standing for "extra powers").

During this same period criminal mutants began appearing, some organized in teams such as the Brotherhood of Evil Mutants. The intent of the X-Men soon evolved and included showing the world that all mutants were not evil and should not be feared. This was Professor Xavier's dream and is still a main focus of the team today.

Over the years the X-Men have undergone many membership changes. At one time it appeared that Professor Xavier had died and the team drifted apart, but they were soon reunited by the threat of the sentinels and the emergence of Havok, Cyclops' brother. When the truth of Professor Xavier's 'death' was revealed (see the Changeling's entry) and he reappeared, the X-Men were back in business. Havok then joined the team, along with Polaris.

The second X-Men team was created by Professor Xavier when all of the first team (except Cyclops) disappeared. Banshee, Colossus, Nightcrawler, Storm, Sunfire, Thunderbird, and Wolverine saved the first team. Shortly thereafter, Angel, Beast, Iceman, Marvel Girl, and Sunfire all went their separate ways, effectively leaving only one X-Men team, led by Cyclops.

This team suffered many losses over the course of their first adventures: Thunderbird died on the team's first mission, Marvel Girl returned to the group only to die in a space accident (and then seem to be reborn as the Phoenix), Banshee lost his powers in a desperate struggle to save Japan. Phoenix perished when she recognized what a threat her increasing powers were becoming to the universe and destroyed herself before she lost control.

As the X-Men changed so did their foes. The original Brotherhood of Evil Mutants gave way to a second Brotherhood of Evil Mutants (who have recently become the Freedom Force). The Hellfire Club became a new threat to the X-Men. A powerful force in society and politics, it is ruled by a secret group called the Inner Circle, comprised mainly of mutants devoted to world dominion. Deep beneath the sewers of New York City live the Morlocks, a kingdom of mutant outcasts that have frequently battled and aided the X-Men. The ever-increasing fear of the "mutant menace"

has prompted some factions of the government to establish mutant-control organizations (such as Project Wideawake) to attack and confine mutants.

Meanwhile the X-Men have continued to grow and change their roster. Soon after the demise of Phoenix, Kitty Pryde joined the team as Sprite (later she switched her hero title to Ariel, then Shadowcat). Rogue, originally a member of the second Brotherhood of Evil Mutants, came to Professor Xavier to gain his help in controlling her powers and stayed to join the X-Men. Storm had her mutant powers stripped away by a device wielded by members of Project Wideawake. She left the X-Men shortly after this, took some time to clear her head, then returned to regain her position as team leader. From a dark alternate Earth future Rachel Summers fled an America ruled by sentinels, where being a mutant was a capital crime. Recently she became the new Phoenix, a controllable version of what was once believed to be her mother's last reincarnation.

Professor Xavier eventually reduced his role as the X-Men coordinator and spent more time as the mentor and teacher of the New Mutants, a much younger team of mutants (see the New Mutants entry).

Amazing changes have reshaped the X-Men's lives. Professor Xavier (referred to by his teams as Professor X) regained the use of his legs and was able to join his students in

their exploits. The appearance of the star-spanning empire of the Shi'ar, the alien evil race of the Brood, and the swashbuckling spacefarers known as the Starjammers have led the X-Men into cosmic conflict numerous times. Cyclops left the X-Men when he began to question his own ability to lead and his place in a world of heroes. Angel and the Beast briefly rejoined the X-Men, then left again. Jean Grey reappeared and it was discovered that the Phoenix entity everyone thought was Jean was not the former Marvel Girl, but an alien life form who used her thought patterns and appearance to create a new physical existence.

Professor X's sudden departure with his love Lilandra, Empress of the Shi'ar Galaxy, when he was at death's door, and the filling of his position by their former enemy, Magneto, has shaken up the X-Men considerably. The professor chose Magneto as his successor and it is taking some time for the teams to accept him. As a result of many factors, not the least of which was Magneto, the original X-Men members have severed most of their ties with the X-Men and have established their own organization, X-Factor.

The most recent transition for the X-Men came about after vicious combat with first the Hellfire club and then Nimrod. Rogue was seriously injured. Nightcrawler was injured and stripped of his powers, though how, and for how long, no one knows. Rachel Summers, the phoenix (one of the newer members of the team), had a fight with Wolverine and left the X-Men. With the team at its lowest strength in years, new members were needed. Havok was called up from reserve duty; Longshot, the alien resistance fighter and enemy of Spiral, joined the team. How these new members will change the X-Men, and whether any additional members will be recruited, remains to be seen.

Though often feared and hated by those they are sworn to protect, hunted by numerous villains and agencies, and despite all of the setbacks and personal conflicts over the years, the X-Men are still the premier mutant hero team in the Marvel Universe and continue to be guided by Professor X's dreams and code of honor.

General Information

Costumes: All X-Men costumes are made of unstable molecules, a remarkable strength material that does not provide body armor. These suits are insulated, providing team members with good protection from cold and heat. Each costume is equipped with a radio comm-link that can communicate with the other X-Men at a range of up to one mile.

Talents: All X-Men have the Resist Domination talent and know martial arts Type D.

Contacts: All current X-Men have contacts with their teammates, past X-Men, the New

Mutants, Professor Xavier, Magneto, Lilandra, and the Starjammers.

BANSHEE

Sean Cassidy
Mutant hero, retired

F	20	Ex	Health = 70
A	10	Gd	
S	10	Gd	Karma = 30
E	30	Rm	
R	10	Gd	Resources = Ex (20)
I	10	Gd	
P	10	Gd	Popularity = 5

KNOWN POWERS:

Sonic Generation: Sean's powers were variations on the sonic effects produced by his voice. His sonic scream could cause up to Unearthly damage to non-living matter, shattering all but the mightiest substances. Sean's sonic scream could be used in one of two ways against live opponents, either to cause up to Monstrous damage to a single target, or to cause up to Incredible damage to all characters either in the area where he is screaming or along his flight route if he is flying. For both attacks all victims must make an Endurance FEAT roll vs. Good intensity Stunning or fall unconscious for 1-10 rounds. Sean is unaffected by his own power.

Flight: Banshee could fly using his sonic scream (Air Speed: Poor). He guided his flight by means of two glider-like membranes built into his costume. The level of sonics he used to fly was not damaging, but he could also use his attack scream at the same time. Sean cannot hear anything above his sonic scream and his Intuition drops to Poor when flying.

Power Stunts: Banshee could use his sonics to hypnotize a captive at an Amazing level of effectiveness, by controlling the pitch and tone of his voice (Range: 1 area). He could navigate in darkness by using his sonic scream as a form of sonar; the vibrations bounce off solid substances but are not impeded by illusions and holographs (Detection: Monstrous). He could also waver his voice and disrupt scanners without destroying them with Amazing skill.

Special Tricks: When Banshee had his mutant power his favorite attack mode was to fly over the opposition, releasing his damaging sonic scream at them as he flew. In this form he could not only attack opponents, but could also keep moving at such a speed as to have an Attack & Dodge at +1 CS to Agility.

Talents: Sean's background with Interpol gave him many talents that he has maintained. His Agility when using a handgun is Excellent. His Reason in the use of electronic and mechanical items is Excellent. And he knows both martial arts type A and B. Sean speaks both English and Irish fluently.

CONTACTS: Sean has contacts with Moira

MacTaggart, his sweetheart; Siryn, his daughter; most of the members of X-Factor; and Madrox the Multiple Man, who lived on Muir Island for a time. Sean still maintains some law enforcement contacts with Interpol.

RUNNING BANSHEE: Banshee worked for Interpol for years before realizing his mutant powers and joining the X-Men. In a battle to save Japan, Banshee seriously damaged his vocal chords. His voice returned but he had lost his mutant powers. He has since retired with his love, Moira MacTaggart, and his own long-lost daughter, Theresa, who has sound-related powers similar to those of her father. They all live on Muir Island in Ireland. His cousin is Black Tom Cassidy, the mutant villain. Even though he and Black Tom have an enemy relationship, Black Tom did send Sean's daughter to him when her identity was discovered.

Sean is friendly, honest, and open in his relationship with people. It is obvious in both his attitudes and actions that he loves life. He is the perfect light-hearted Irishman.

CHANGELING

(Real Name Unrevealed)
Mutant hero (deceased)

F	6	Ty	Health = 24
A	6	Ty	
S	6	Ty	Karma = 18
E	6	Ty	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Disguise: Changeling could alter his appearance at will (and in one round) to resemble anyone he desired. The only requirements were that the character be of human height and that Changeling had studied the character for at least one round before changing. Not only would the Changeling look like the character, but sound and walk like him and have the same gestures... a perfect doppelganger, except Changeling could not duplicate powers or talents.

Temporary Powers: When impersonating Professor X, Changeling had minor telepathic abilities given to him by Xavier. He could cast Excellent mental bolts at an opponent, and cast his thoughts to others with Excellent proficiency.

CONTACTS: None

RUNNING CHANGELING: Very little is known of this sad and lonely mutant. He was an early villain of the original X-Men team and always seemed to be isolated from the world. He developed a terminal disease and sought out Professor Xavier, offering his services for the little time he had left to try to make up for the criminal life he had led. Professor Xavier saw

the perfect opportunity to go underground while working on a secret project. Changeling assumed the professor's identity for a short time, until he was killed by a sub-human known as Grotesk. So perfect was his performance that it was thought the Professor was dead and the team disbanded. In the end he was the least conspicuous, but one of the noblest, X-Men.

COLOSSUS

Piotr (Peter) Nikolaievitch Rasputin
Mutant hero

F	10	Gd	Health = 60 (145)
A	10	Gd	
S	20	Ex (75 Mn)	Karma = 32
E	20	Ex (50 Am)	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	20	Ex	Popularity = 10

KNOWN POWERS:

Body Transformation: Peter has the ability to transform himself into Colossus, converting his entire body to an armored form. His metallic form grants Colossus Amazing body armor, Monstrous resistance to heat and cold, Remarkable resistance to radiation and electricity, and Excellent resistance to acid.

Peter's metabolism alters when he changes to Colossus, becoming so efficient that he has little need for breathing (he has survived in suffocating conditions for up to five days and can even last up to 10 rounds in a complete vacuum). His Strength, Endurance, and Health raise to the levels in parentheses when he is Colossus. Losses of Endurance are transferred between the two forms. Any damage suffered in his normal state is carried over to his armored form, any damage beyond 85 points that he suffers in his armored state is carried over to his normal form. However, if Colossus has at least 60 points of Health remaining when he changes form, he will have 60 Health points as Peter.

If knocked unconscious, Colossus immediately returns to his normal form.

Physically Developed: One of the reasons that Peter can easily change into Colossus and back again is because he is physically well conditioned. His lungs are so strong that he can hold his breath for 14 rounds in human form without need of an Endurance FEAT roll.

Power Stunts: Colossus performs the fastball special frequently, and has been known to employ the shockwave attack.

TALENTS: Peter has learned Martial Arts type A and B since joining the X-Men. He has dabbled as an artist and could be considered to have a Typical talent in that field. He can speak both English and Russian fluently.

CONTACTS: Peter is closest to his sister, Illyana (Magik of the New Mutants). His friendship with Kitty Pryde is deep and they

once were in love. Peter is a citizen of the U.S.S.R., attending school here by special permission arranged by Professor Xavier.

RUNNING COLOSSUS: Colossus is a quiet and stalwart hero. He loves and misses his homeland, but realizes that his role as an X-Man is the most important aspect of his life. Colossus's function as an X-Man is to often be the shield of the team, or the sledgehammer. This constantly places him in great jeopardy, but he accepts the risks without hesitation.

HAVOK

Alexander Summers
Mutant hero, geophysicist

F	6	Ty	Health = 76
A	20	Ex	
S	20	Ex	Karma = 30
E	30	Rm	
R	10	Gd	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 10

KNOWN POWERS:

Plasma Blasts: Alex can absorb cosmic energy and release it as waves of energy that heat the air in their path enough to turn it to plasma (a super-heated state of matter consisting of charged sub-atomic particles). This force can be unleashed either in all directions (up to one area away) causing up to Amazing damage, or in one direction (usually channeled by his arms) at a range of three areas and up to Monstrous damage. All those caught in Havok's blast must make an Endurance FEAT roll vs. the intensity of the blast or be stunned for 1-10 rounds.

The channeling of his power is physically and mentally exhausting for Havok. If he uses his power over the Amazing level he takes Excellent damage and must make a yellow Endurance FEAT roll or be unable to use his power for 1-10 hours thereafter. Otherwise, Havok is immune to his own power's heat. Whether he is immune to other heat attacks is unknown. Havok's power is so great that he cannot do less than Excellent damage with it.

TALENTS: Alex's Reason is Remarkable in the field of geophysics, the science that deals with weather, winds, tides, etc., and their effect on the Earth. Like his father and brother, Alex has the Leadership talent.

CONTACTS: Havok is particularly close to his brother Cyclops of the X-Factor; his father, Corsair of the Starjammers; and Polaris, who is the love of his life.

RUNNING HAVOK: Havok was a reserve member of the X-Men, and was called back to active duty after a tremendous battle with the Hellfire Club and Nimrod left the X-Men understrength. Despite his awesome power, Alex has an average personality and is well-liked.

MAGNETO

Magnus (may be a pseudonym)
Mutant hero (former mutant criminal)

F	10	Gd	Health = 125
A	30	Rm	
S	10	Gd	Karma = 100
E	75	Mn	
R	40	In	Resources = In (40)
I	10	Gd	
P	50	Am	Popularity = -10

KNOWN POWERS:

Magnetic Control: Magneto can mentally manipulate iron and iron-based substances (including steel and its various alloys) with Unearthly power. He can assemble complex machinery in one round by mental force, explode most metal constructs, and manipulate ferrous objects at any range. When he attacks a target by throwing or magnetically wielding a metal object his normal Agility is used to strike while the damage caused equals the rank of power Magneto used to propel it (up to Unearthly or the Material Strength, whichever is lower). For the purpose of the game, Magneto's powers cannot penetrate other characters' force fields.

Special Tricks and Power Stunts: Magneto destroys machinery by projecting his magnetic power inside the item, then expanding it outward until the machine explodes. He usually takes care of living opponents by either wrapping metal around them to bind them or by flying them up in the air, either away from the battle (like into a lake) or high into the air, then letting them go.

Another favorite use of Magneto's magnetic power is to create a force field. The strength of the force field depends on how large it is. If it contains only him, it has Unearthly strength; if it covers the entire area he occupies, it has Monstrous strength; and for each additional area he expands it, the field becomes one rank weaker. In all cases, the strength of the field protects against mental, physical, and energy attacks. Mental attacks deflected include attempted possessions of Magneto's mind.

Flight: By manipulating the normal magnetic field of a planet, Magneto can fly with Remarkable Air Speed. He can widen this flight field to include others. For every additional character he adds to his flight, his speed drops by one area per round. Magneto can cause other people to fly against their will and control their flight path, if they are wearing some ferrous metal.

Energy Control: Magneto controls additional forms of energy: heat, light, electricity, ultraviolet, gamma radiation, X-rays, radio waves, and even gravitons. They are all found within the electromagnetic spectrum, but their manipulation is a completely separate power from his normal magnetic control. He can

intensify and focus these forces to cause Amazing damage to anything within 20 areas or Monstrous damage to something or someone he touches.

Magnetic Detection: Since Magneto can detect disruptions along the magnetic lines of force, he can automatically detect someone teleporting within an adjacent area of himself and not be surprised by such an attack. He can also detect an invisible person moving in an adjacent area, if he can concentrate (without being attacked) and succeeds with a yellow Psyche FEAT roll.

Telepathy: Magneto has Good control of some telepathic abilities. Like Professor Xavier, he can communicate with his students and project his image in their mind, but he cannot read their minds or telepathically communicate over long distances. His natural telepathic abilities are affected by an electromagnetic telepathy-dampening field that he spread about Earth in his days as a villain. He has admitted that he cannot lift the field.

Astral Projection: It is known that, in the past, Magneto has astrally projected with Typical power control. The reason that he no longer uses this ability is unknown but it may have to do with the aforementioned dampening field that left him psionically weakened or inhibits this power.

Costume: Magneto's costume is made of finely meshed metal that provides Excellent protection from physical attacks.

TALENTS: Magneto has Amazing Reason in matters of genetic manipulation and engineering. He has mutated humans in the past in order to provide them with super powers. He has Incredible Reason in the fields of electronics, robotics, engineering, and computers. He possesses the Leadership talent. It is not known how many languages Magneto speaks, but he spent his childhood in Europe so it is safe to say he can speak at least one Germanic or Serbian language fluently.

CONTACTS: Except for a few of the current New Mutants or X-Men, and Professor X, no one else trusts Magneto enough to be considered a contact.

RUNNING MAGNETO: Magneto is an extraordinarily complex person. He has always been devoted to the protection and preservation of mutantkind. For the longest time Magneto, who suffered through the concentration camps of the Third Reich, sought to protect mutantkind by dominating the non-mutant human majority. He was the X-Men's first foe and the first major evil mutant known to the world. Ruthless would be an apt phrase to describe him in those days. Because of his crimes, he is wanted worldwide as a criminal (though a world court has found him "not responsible" he is still considered a

fugitive from the law in many countries).

Recently, though, Magneto has had a change of heart. Maybe he is mellowing with age, or possibly he now realizes that one of the reasons mankind hates mutants more than ever before is because he gave criminal reasons for those who had open minds to hate, or maybe Professor Xavier's plea for him to take over the X-Men and guide the New Mutants forced him to alter his views. Whatever the reason, Magneto has recently made a serious attempt to peacefully coexist with humankind and to curb his powers in battle so the results are less lethal. Now, under the guise of Michael Xavier, Charles's cousin, Magneto acts as the mentor and teacher of the New Mutants and coordinator of the X-Men.

Magneto has two children, the Scarlet Witch and Quicksilver, but they are not even close enough to be considered contacts. The others he has worked with in the past, like the members of the original Brotherhood of Evil Mutants, are neither friends nor enemies to him.

MIMIC

Calvin Rankin

Non-mutant hero (deceased)

F	6	Ty	Health = 24
A	6	Ty	
S	6	Ty	Karma = 18
E	6	Ty	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 15

KNOWN POWERS:

Mimicry: Mimic had the power to duplicate all of the natural abilities, powers, and talents of anybody who was in the same area with him. Artificial or mechanical abilities could not be mimicked. Rankin could not control his power; he copied everything, even if he did not want to. Once he mimicked a character, he kept those powers and abilities until he moved at least a mile away. Then the powers and abilities vanished. Unlike Rogue, he did not absorb a character's powers. The original character retained all of his powers and abilities, Mimic simply duplicated them in himself. Mimic always got the highest ability or power rank from all the people in the area.

CONTACTS: None.

RUNNING MIMIC: Mimic was extremely proud of his ability and of the fact that he was still a human (the only human to have ever belonged to the X-Men). He received his power in a lab accident and used it for criminal activities until he met the X-Men. He joined them for a short time, but never fit in and left soon thereafter. Always a loner, Calvin was vain, a braggart, and could be a general pain in the neck. Eventually he lost all control over his power, and it threatened to drain energy from people all over the world. He was hunted down by the

Hulk, absorbed a lethal dose of gamma radiation, and died.

NIGHTCRAWLER

Kurt Wagner

Mutant hero

F	20	Ex	Health = 106
A	50	Am	
S	6	Ty	Karma = 50
E	30	Rm	
R	10	Gd	Resources = Pr (4)
I	20	Ex	
P	20	Ex	Popularity = 5

KNOWN POWERS:

Teleportation: Nightcrawler can move instantaneously from point to point. This movement is always accompanied by a foul-smelling cloud of sulfurous smoke and a "bamfing" noise. His limits are 2 miles east/west, 3 miles north/south, and 2 miles vertically. Kurt can teleport within these limits safely, but if approaching his maximum range he must make an Endurance FEAT roll. Failure indicates disorientation or loss of consciousness for 1-10 rounds. Nightcrawler always arrives from a teleport with the same velocity he had when he initiated it.

Kurt has been practicing teleporting other people with him. The effect on someone who has never teleported with him before is extreme nausea, disorientation, and other ailments that leave the uninitiated helpless for the first two rounds following the teleport. Even when Kurt teleports others who are initiated (he can teleport up to two normal-sized people or one Colossus-sized person per round) there is still a stress effect on both his passengers and him for two rounds following: all abilities and powers suffer a -2 CS for two rounds. He can also teleport with part of a machine or non-organic creature's body, effectively breaking or crippling it.

Kurt usually teleports by line-of-sight or to a well known location, not blindly into unknown locations, since teleporting into a solid object would cause severe trauma and possibly death. If this does happen, make a red Endurance FEAT roll. Success indicates he managed to teleport away, but loses 100 Health points. Failure means his Health is reduced to 0, and Endurance is checked again to see if death occurs. He can also teleport into an area another person "sees" for him if there is a mind-link between them.

Kurt can perform a second action in the same round that he teleports if he makes a successful Endurance FEAT roll.

Power Stunts: Though Kurt is not too strong, he can often make up for that in a physical attack by speed. If Kurt starts out a round in the same area as an opponent and does nothing else but attack during the round, he can "bamf" and strike continuously at the character during that round. This gives Kurt

the equivalent of four attacks per round while letting him Dodge an attack at the same time. He can only perform this maneuver once every four rounds.

Prehensile Tail: Nightcrawler can support his own weight by his tail, and can use it as a third hand as well with his normal Amazing Agility.

Indigo Fur: Nightcrawler's blue-black fur allows him to blend into deep shadow. If he is staying absolutely still while in deep shadows, he cannot be seen except with the use of infravision or some other enhanced scanning device. If Kurt is attacking or otherwise moving in the dark, anyone looking for him or trying to hit him suffers a -2 CS. Kurt treats his Intuition as Incredible when attacking by surprise from darkness.

Wall-Crawling: Kurt's unusual hands and feet allow him to adhere to most surfaces and let him crawl along walls and ceilings at three areas per round. He does this with Amazing ability, but cannot adhere to extremely slippery or frictionless surfaces.

TALENTS: Kurt is a skilled acrobat and aerialist. He is a master fencer, receiving a +1 CS when fighting with a sword, and knows martial arts Type C. Kurt's Reason is Excellent when it comes to electronics and mechanical repair and he is proficient at first aid. He speaks English and German fluently and was mind-taught Russian by Professor Xavier.

CONTACTS: The contacts Kurt currently has are the two ladies who have captured his heart, his childhood sweetheart, Amanda Sefton, who is a magic wielder, and Judith Rassendyll, Queen of Ruritania.

RUNNING NIGHTCRAWLER: Nightcrawler's flippant, clownish attitude serves to conceal the feelings of a sensitive, concerned, and deeply religious young man. Most people are afraid of him at first because he resembles a demon, but he has developed a tremendous personality to compensate for his appearance and people soon like him and start calling him "fuzzy-elf" or just "elf." Aside from Kitty Pryde he is the most beloved of X-Men.

Nightcrawler was seriously injured in a battle with Nimrod and stripped of his powers. This loss may be temporary or permanent. His current whereabouts is unknown.

PHOENIX (original)

Alien entity who had assumed the personality of Jean Grey (alien now deceased), hero

F	30	Rm	Health = 200
A	40	In	
S	30	Rm	Karma = 3030
E	100	Un	
R	10	Gd	Resources = C-3000 (3000)
I	20	Ex	
P	3000	C-3000	Popularity = 50 to -100

KNOWN POWERS:

The Phoenix Force: The alien who took over Jean Grey's identity for a while could tap into a manifestation of the primal psychic force of the Earth dimension called the Phoenix Force. It has been hypothesized that the "alien" could have been an actual manifestation of the force itself, for when it exercised its power in full (over the Amazing power level), a huge phoenix-shaped aura surrounded it. Whatever the origin of the alien, the Phoenix character had her abilities increased without an upper limit, for all intents and purposes, when she wished it. Manifestations of this force included rearranging matter and energy at will, creating space warps, flying (Air Speed: Incredible in Earth's atmosphere, Monstrous in space), and draining energy from any number of different sources to replenish her Health. The only limitation to her power was her own imagination and moral restrictions. Fortunately, the mental and emotional patterns of Jean Grey were very moral and the entity never had a chance to irretrievably lose control. The alien reacted to Jean's emotions as opposed to her intellect.

Mental Powers: The Phoenix also had all the mutant mental powers she formerly had as Marvel Girl (telekinesis, deflection, telepathy, and mental bolts), but their use was sometimes mistaken as manifestations of the phoenix force. The level of all of these mental abilities was Class 3000.

CONTACTS: This character had all the contacts that Jean Grey would normally have (all the members of what is now X-Factor, Professor Xavier, Polaris, and Havok).

RUNNING THE ORIGINAL PHOENIX: It must be remembered that though this was an all-powerful alien entity, it was held in check by Jean's personality most of the time. Eventually, partially because she was perverted by Mastermind's influence in the Hellfire Club, she reverted to the dark side of her personality and became the Dark Phoenix.

In this form she caused a supernova in the D'Bari system to recharge her energy reserves and destroyed 6 billion alien lives. After that it was thought that she reverted back to normal, but she soon felt her control slipping back into the Dark Phoenix and, activating an ancient Kree weapon system, destroyed her physical form rather than unloose the power of Dark Phoenix again.

PHOENIX (Current)

Rachel Summers
Mutant hero

F	10	Gd	Health = 70
A	10	Gd	
S	10	Gd	Karma = 115
E	40	In	
R	10	Gd	Resources = Pr (4)
I	30	Rm	
P	75	Mn	Popularity = 12

KNOWN POWERS:

Telekinesis: Rachel has the Monstrous rank ability to move objects with her mind, much like her mother, Jean Grey. Rachel can lift objects weighing up to 400 pounds without having to make a Psyche FEAT roll, with her maximum lifting capacity being around 800 pounds. Her telekinesis is so subtle that she can arrange the molecules of her specially constructed unstable molecule costume to any type of apparel she desires.

Telekinetic Shield: Rachel can use her telekinesis to provide a shield of Amazing protection against physical attacks. This shield can be expanded to cover the entire area she occupies.

Force Bolts: Rachel can project bolts of telekinetic force from her mind. These strike through body armor and force fields (unless the armor or field specifically lists their protection from mental attack). She attacks with Amazing ability, and her opponents must make Endurance FEAT rolls vs. Amazing intensity or fall unconscious for 1-10 rounds. Making the FEAT roll means no damage is taken. Her range is three areas.

Mental Screen: Rachel can protect herself from mental attacks with Amazing ability.

Telepathy: Rachel can detect thoughts and feelings in others at the Amazing level. She suffers no Karma loss for prying into other people's minds, since this is a standard tactic in her own timeline.

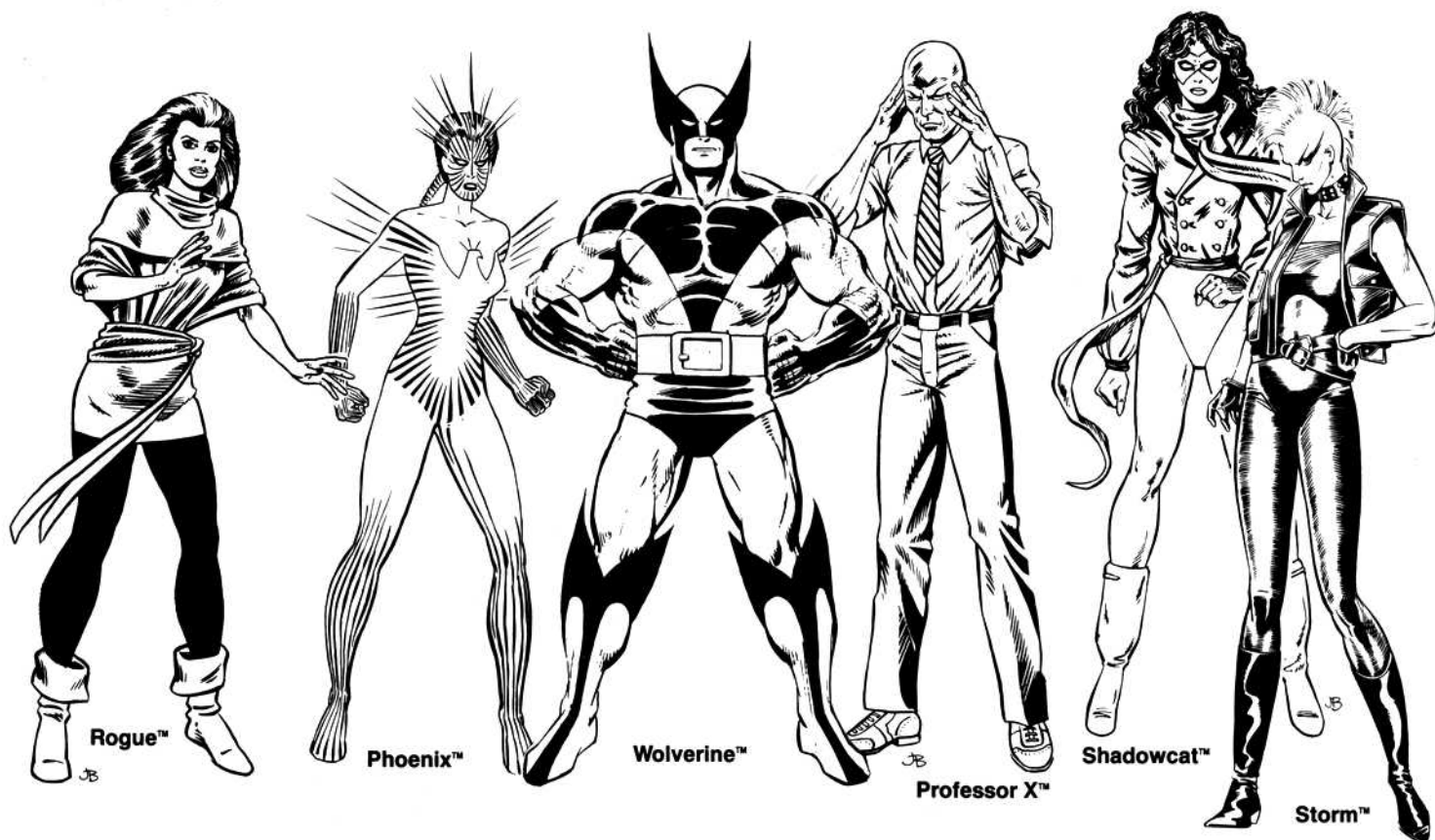
Mutant Detection: Rachel is extremely sensitive to the mental wavelengths of fellow mutants. She can detect another mutant up to a mile away with Amazing proficiency.

The Phoenix Force: Recently, Rachel has been able to tap into the same Phoenix force that the original Phoenix used. Because of her mental disciplines Rachel seems to have better control over the force. Her upper limit in using the force is Monstrous rank. (For the exact nature of the Phoenix Force see the original Phoenix character description.)

TALENTS: Rachel has the acrobatic talent, and knows martial arts types C and E.

CONTACTS: Because of Rachel's background, her behavior is often times erratic and many of the X-Men find her increasingly undependable. She actually has no contacts in this timeline.

RUNNING THE CURRENT PHOENIX: Rachel comes from a nightmarish future where mutants have been murdered or placed in concentration camps and sentinels rule North America. Though she knew most of the X-Men and other powerful mutants in that timeline, and was the daughter of Scott and Jean Summers (Cyclops and Marvel Girl), they are not necessarily acquainted with her in this one. Because she was used by the authorities



as a "hound" to track down other mutants and subversives, she is wracked with guilt and often refuses to scan for another mutant. Since many of the events that led to her own future timeline have not occurred in this one (such as Rachel not being born to Scott and Jean Summers), she often feels disoriented and alone.

This, and the fact that she was seriously injured by Wolverine when she tried to extract vengeance on Selene, caused Rachel to flee the X-Men. Confused and hurt, she entered the Body Shoppe and joined Spiral, who induced amnesia in her.

POLARIS

Lorna Dane
Mutant hero

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 60
E	30	Rm	
R	10	Gd	Resources = Ty (6)
I	20	Ex	
P	30	Rm	Popularity = 3

KNOWN POWERS:

Magnetic Control: Polaris has Amazing control over iron and iron-based substances (including steel and steel alloys) that is very similar to Magneto's power. Unlike Magneto, Polaris can only manipulate such objects if they are within a 10 area range.

Energy Control: Like Magneto, Polaris can affect other forms of energy; however, her experience to date involves manipulating only magnetic, electrical, and gravitational energy fields. She does this at an Incredible level, allowing her to inflict up to 40 points of damage, overload electrical systems, etc., at a 5 area range.

Flight: Polaris can also manipulate the planet's magnetic field to fly; she has Excellent Air Speed. The same restrictions on Magneto's flying power apply to Polaris, but she has a weight limitation of 10 tons.

Force Field: Polaris can project a force field of Amazing strength about herself and extending over one area. This force field decreases in strength by one rank for each additional area it covers. Unlike Magneto, she cannot manipulate other energies through her force field.

TALENTS: Lorna shares a common interest in geophysics with Alex Summers; her Reason is Remarkable in that field.

CONTACTS: Due to her close relationship with Alex, Lorna maintains close contacts with Cyclops (and by association, X-Factor).

RUNNING POLARIS: Lorna just wants to live an unthreatened life as a geophysicist. She was orphaned at a young age and needs a meaningful relationship. She had a brief relationship with Bobby Drake (Iceman), but then

began dating Alex Summers (Havok). She now lives with Alex in the Diablo Mountains in Arizona, where they are working on their doctorate degrees. She is a reserve member of the X-Men and will answer a call to duty but would prefer living in solitude with Alex.

PROFESSOR X

Charles Xavier
Mutant hero

F	4	Pr	Health = 50
A	10	Gd	
S	6	Ty	Karma = 165
E	30	Rm	
R	40	In	Resources = Rm (30)
I	50	Am	
P	75	Mn	Popularity = 20

KNOWN POWERS:

Telepathy: Professor Xavier is an Unearthly telepath. He can normally read the thoughts of others and contact other sentient minds at a range of 250 miles (up to 500 miles if he makes an Endurance FEAT roll, over the whole planet if he does nothing that day but concentrate). He keeps a "low-grade" contact with his students at all times. This is an almost unconscious monitoring of their surface thoughts that is automatic unless Charles is attacked. This contact is not noticeable by the students themselves, but it notifies Charles if they feel they are in danger or are under great

stress, though he cannot discern the specific danger or stress unless he makes complete mental contact with them.

Charles can forcibly alter the thoughts of another being in the same area, generate mental illusions within a 10 area range, make himself invisible, and temporarily paralyze others. Xavier must make an Unearthly Psyche FEAT roll to use his powers, with a -1 CS for every rank of Psyche his target has above Typical (altering the thoughts of someone with Incredible Psyche would reduce Xavier's power by four ranks). Permanently altering the minds of others is a repugnant concept to the Professor, though he will sometimes wipe out the memory of a battle from the minds of innocent bystanders so that there will be no panic or so the true identities of his student will remain secret. Any other use of the Professor's powers to permanently alter another character's mind results in the loss of all of the Professor's Karma.

Professor Xavier can also mentally ease another character's fatigue, but will only do so if an emergency requires it.

Professor Xavier's telepathic power drops to the Amazing rank if he is operating in an atmosphere where an overwhelming evil psychic force exists (such as a magically cursed locale, in the presence of evil creatures or characters with strong Psyche ranks, near a hate-filled mob, etc.).

Mental Bolts: Xavier can attack any living target within 2 areas with bolts of pure mental force. These attacks use his Monstrous Psyche rank to hit, cause up to Unearthly damage, and have effects listed on the Force column of the Battle Effects Table. Xavier's bolts successfully attack through most force fields (unless the field is specifically listed as being proof against mental powers).

Mutant Detection: Professor X is sensitive to the mental wavelengths of fellow mutants. He can detect another mutant four areas away automatically.

Power Stunts: Professor X usually prefers to deal with opponents by stunning them with mental bolts or using subtle illusions to keep them off guard while the X-Men subdue them.

Psi-Screen: Professor X has Shift Z ranked psi-screens.

Astral Form: Xavier also has the ability to shift into astral form with Monstrous effectiveness. When he is in astral form, he does not maintain his low-grade mental contact with his students.

TALENTS: Xavier has Amazing Reason in matters of genetics and Remarkable Reason in matters of electronics and engineering.

CONTACTS: Moira MacTaggart, Gabrielle Heller, Magneto, and Reed Richards (Mr. Fantastic) are close friends of Charles. The Empress Lilandra Neramani is his lover and has provided him with many items of advanced Shi'ar technology. Professor Xavier has contacts with many

institutions of higher learning and also seems to have some undisclosed contacts in the federal government.

RUNNING PROFESSOR X: As the founder of the X-Men and the New Mutants, Charles has devoted himself to the cause of helping mutants learn to use and control their powers. His manner and visage has always been reserved and stern, but caring. He has stayed behind the scenes until recently, when he regained his ability to walk. Now that he is mobile he is going into the field with his X-Men and his attitude has lightened considerably. Cain Marko (Juggernaut) is Charles's step-brother, but no love is lost between them.

ROGUE

(real name unrevealed)
Mutant hero

F	10	Gd	Health = 90
A	20	Ex	
S*	50	Am	Karma = 20
E	10	Gd	
R	6	Ty	Resources = Pr (4)
I	10	Gd	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Power Absorption: Rogue has one of the most unusual, and uncontrolled, mutant powers of all the X-Men. Whenever she touches another character, flesh to flesh, she automatically absorbs that person's memories, any talents and powers he has, and even some of his personality. If she maintains the touch too long (more than one round) she runs the risk of permanently absorbing the character's memories, powers, etc., leaving the target character's memory wiped clean. For each round past the first that Rogue maintains contact, she must make a successful Psyche FEAT roll or this will happen. Each time Rogue absorbs another personality her Psyche is lowered one rank; if it reaches Feeble, she goes mad and becomes an NPC.

When Rogue touches an opponent, she instantly has his powers and knowledge (whether she wants them or not) and can use them the following round. The duration of this absorbed power and knowledge is four rounds for every one round of contact. Rogue is not limited to absorbing the powers and abilities of just a single being, she can touch a number of characters and take the highest ability scores and most useful powers of those available. Artificial or mechanical abilities, the powers of those beings that are primarily energy, or extreme physical differences cannot be absorbed by Rogue.

Power Stunts: Rogue is often the launcher of a fastball special.

Flight*: Rogue can fly (Excellent Air Speed).

Body Armor*: Rogue has Incredible body armor against all forms of physical and energy attacks.

Metabolic Resistance*: Rogue has Unearthly Endurance for FEAT rolls against poison, drugs, and disease.

Combat Sense*: Rogue has a 'seventh sense' that warns her of danger. If she is in immediate danger, an Incredible Intuition FEAT roll allows her to react in time (dodging a blow, for instance). Failing the FEAT roll indicates that she did not react in time to avoid the danger. No Karma may be added to her 'seventh sense' roll. This sense is omni-directional and requires no conscious will to operate.

Conflicting Personalities: Rogue accidentally, but permanently, drained the powers and memories of the former Ms. Marvel, Carol Danvers. Due to the fact that Rogue now has two separate thought processes, she has Class 1000 resistance to mental probes and mental attacks. If she is in a situation unknown to herself but familiar to the old Ms. Marvel, the original Carol Danvers persona may become dominant (the Judge should make an automatic Psyche FEAT roll for Rogue in times of great stress to see if the other persona becomes dominant).

TALENTS: Through Professor X's mind-teaching techniques Rogue speaks Russian as a second language.

CONTACTS: Rogue was adopted in her teens by Mystique, leader of the second Brotherhood of Evil Mutants (now the Freedom Force), who regards her as her daughter. She also sometimes contacts characters Carol Danvers knew, but has a hard time gaining their cooperation.

RUNNING ROGUE: Rogue has permanent super powers which she accidentally absorbed from Carol Danvers (Ms. Marvel). These are all indicated by an asterisk. Rogue's life is now dominated by her power. As a result of the Danvers takeover she is extremely careful in using her powers of absorption. She feels great guilt over that incident and this has caused her considerable personal pain in the past.

At one time she was a member of the second Brotherhood of Evil Mutants, but turned to Professor Xavier for help in controlling her powers. Because she cannot touch someone without violating their personality and knocking them unconscious, she feels physically isolated from the world, but she hides her feelings behind a pleasant "good ol' girl" facade.

SHADOWCAT

Katherine "Kitty" Pryde
Mutant hero

F	20	Ex	Health = 56
A	10	Gd	
S	6	Ty	Karma = 46
E	20	Ex	
R	30	Rm	Resources = Pr (4)
I	10	Gd	
P	6	Ty	Popularity = 12

KNOWN POWERS:

Phasing: Kitty can de-synchronize the molecules of her body at a whim, allowing her to pass through solid objects unharmed (except for force fields, which she must make a successful Endurance FEAT roll to penetrate). This allows her to not only walk through floors, walls, and ceilings, but to walk on or climb upon air itself. Her limit on this phasing is the length of time she can hold her breath (five rounds normally, each additional round requires an Endurance FEAT roll).

When phasing, Shadowcat cannot be harmed by physical attacks, most mental attacks, or most energy attacks, but she can be stopped by force fields and harmed by attacks that are also out-of-phase or multi-dimensional (many magical powers are multi-dimensional). Kitty's phasing also disrupts electromagnetic and electrical waves and systems with the following effects: unprotected electrical systems are automatically scrambled and short-circuited (until completely repaired or replaced); those electronic systems that are protected with special overload breakers or wiring (such as some computers or battle suits listed as having an Endurance rank) must make an Endurance FEAT roll or suffer 30 points of damage and the equivalent of Stunning for 1-10 rounds; computer software is completely erased when she phases through it.

Kitty has been working on phasing other people or items with her. She can phase up to five other people (by holding hands in a chain) who are willing to phase by making a yellow FEAT roll for each character. Once the roll has succeeded she need not check again unless she breaks contact with them. If the roll fails it means that character (and whoever might be behind that character in a chain) has not phased. She may retry an unsuccessful multiple phase again the following round. Kitty can automatically phase an object up to 20 pounds, anything weighing more requires an Endurance FEAT roll, with her maximum weight being no more than 600 pounds.

Special Tricks: Against robots, characters in battle suits or with hi-tech gear, etc., she usually hides or phases out of the way until she has a chance to walk through and disrupt them. She will either distract a living opponent until one of the other X-Men can put him out of commission or will phase up underneath the opponent, grab him (requiring an Agility FEAT roll on the Catching column), then phase through the floor or wall with him, leaving him disoriented and isolated.

Astral Sight: Kitty can automatically see characters in their astral forms, if in the same or an adjacent area.

TALENTS: Kitty's Reason is Incredible when dealing with all kinds of electronic devices and computer hardware. She knows martial arts types C and E. Through Professor X's

mind-teaching she speaks Russian as a second language.

CONTACTS: Kitty is close to Stevie Hunter (see the V.I.P. section), her roommate Magik, Wolverine, Storm, and is friends with the Morlock Caliban (who is in love with her). At one time she felt that she was in love with Colossus, but she now spends more time with Doug Ramsey (Cypher of the New Mutants) than any other boys. Her all-time favorite creature in the whole world is Lockheed, her pet dragon.

RUNNING SHADOWCAT: Shadowcat is very much like her namesake: fleeting, hard to hold on to, surprising, and spritely. In fact her first two codenames, Sprite and Ariel, indicate her light-hearted attitude and airy nature. Kitty is the youngest member of the X-Men, but has worked hard for her place on the team. She has triumphed over many personal troubles in her young life (her parents' divorce, her breakup with Colossus, and her exceptionally high intelligence which has separated her from her peers) and has one of the most stable personalities of all the X-Men. The only minor problem she cannot easily correct is her nearsightedness.

STORM

Ororo Munroe
Mutant hero

F	20	Ex	Health = 56 (106)
A	10	Gd (30 Rm)	
S	6	Ty	Karma = 36
E	20	Ex (50 Am)	
R	6	Ty	Resources = Pr (4)
I	20	Ex	
P	10	Gd	Popularity = 4

NOTE: Ororo currently is non-powered, though her talents remain. The parenthesized ranks indicate her powered form, which may return at any time.

KNOWN POWERS:

Weather Control: Storm had the power to manipulate existing weather patterns at will, creating rain, fog, lightning, snow (if the temperatures are right), etc. Her ability in these actions is Amazing, and she could normally inflict up to Amazing damage per round using weather based attacks (hail, strong winds, or lightning). She could create dense fog that cuts visibility to a few feet. Her monsoon winds and rain would not only limit visibility to a character's immediate area, it could also add a -2 CS penalty for any action performed in the effected area. If Storm used her power at maximum level for more than four rounds, she would need to make a power FEAT roll for each round following to keep the weather under control. Failing the FEAT roll would indicate the weather goes wild (Monstrous damage to all in the area of effect) and must be again brought under control (yellow FEAT roll). If Ororo was knocked unconscious, any weather she had created would dissipate to its normal state (monsoon to a normal storm, blizzard to cold weather or a light snow, etc.)

Storm suffers no ill effects from her own weather conditions.

Weather Protection: Storm's mutations gave her incredible protection from the effects of natural weather (cold, heat, wind, lightning, hail, etc.).

Weather Prediction: Storm could naturally and accurately predict the weather for the next 24 hours for whatever region she occupied at the time of the prediction.

Flight: By controlling the wind, Storm could fly with Excellent Air Speed. She could also create sufficient wind to carry others by making a weather control power FEAT roll at a -1 CS for each character over three she carried. Failure indicates that someone was not swept up by the winds or, if they were in mid-air, someone was dropped.

Special Tricks: Storm's favorite mode of attack when she uses her powers is to fly high above her opponents, call up a storm, attack them with lightning, and oversee the X-Men operation from there (swooping and helping team members as they get in trouble).

TALENTS: Ororo is a skilled lock picker, thief, and escape artist, talents that she has been practicing since her powers were stripped. Her Agility is Remarkable when using these talents (the lock picking talent is only this high if she has her lockpicks, which she usually carries secreted on her person). Her Agility is Excellent when using a knife (a talent she picked up in her youth) or a gun (due to Wolverine's training). She has the Leadership and Aerial Combat talents, and knows martial arts types A and C. Ororo speaks English, Kenyan, and Egyptian fluently and has been mind-taught Russian by Professor Xavier.

CONTACTS: Storm is the official leader of the Morlocks (a position she won by fighting Callisto). Though she no longer trusts Forge, he would go to great lengths to help her.

RUNNING STORM: Ororo is a proud and regal person, without being haughty or arrogant (she was worshipped as a goddess when she lived in Kenya). She has impressed and charmed Doctor Doom and Loki, and began a romantic involvement with Forge until her powers were stripped by his invention.

She is usually in command of the situation and in control of herself, with the exception of her acute claustrophobia. This fear of small places can be triggered by a small room, tunnel, and being underground in general. When introduced to a confining location Storm is allowed a Reason FEAT roll to overcome this fear. A successful roll means the fear is still there, but she has control of it. A failed roll indicates that the fear is affecting her judgement and she has a -1 to -5 CS for all of her abilities and powers (roll one die and divide the result by two). Even when she has been gripped by her claustrophobic panic she is still allowed a Typical Reason FEAT roll every five rounds to overcome her fear.

SUNFIRE

Shiro Yashida
Mutant hero

F	20	Ex	Health = 100
A	20	Ex	
S	10	Gd	Karma = 30
E	50	Am	
R	10	Gd	Resources = Rm (30)
I	10	Gd	
P	10	Gd	Popularity = 5 (25 in Japan)

KNOWN POWERS:

Plasma Generation: Sunfire has the mutant ability to generate ionized plasma similar to the sun's. He does this with Uearthly ability, and can inflict up to Monstrous damage at line-of-sight range. He can inflict Uearthly damage, but he must make an Endurance FEAT roll to remain conscious after doing so.

Flight: Sunfire can fly at Excellent Air Speed, ionizing the air around him with his plasma to provide lift and propelling it behind him to give him thrust.

Force Field: When using his nuclear powers (plasma bolts and flight), Sunfire generates a force field about him providing Amazing protection from energy attacks and Good protection from physical damage.

TALENTS: Sunfire has trained in martial arts A and B. He is an oriental weapons master with the katana, the shuriken, and other Japanese weapons. Shiro speaks Japanese and English fluently.

CONTACTS: Sunfire is the second cousin of Mariko Yashida, head of the clan, and second half-cousin of Kenuichio Harada, the Silver Samurai.

RUNNING SUNFIRE: Sunfire is as hot-headed as his name implies. His national and personal pride once prompted him to attack the United States. Though he is no longer anti-American, his pride is still strong and sometimes leads him to overestimate his own abilities. He fancies himself as the protector of Japan (he left the X-Men to assume this position) and will do what he believes is right to help his country.

THUNDERBIRD (original)

John Proudstar
Mutant hero (deceased)

F	20	Ex	Health = 110
A	20	Ex	
S	40	In	Karma = 70
E	30	Rm	
R	10	Gd	Resources = Pr (4)
I	30	Rm	
P	30	Rm	Popularity = 13

KNOWN POWERS:

Body Armor: John had Good body armor vs. all physical and energy attacks.

Tracking: John's heightened senses enabled

him to follow a trail with Remarkable ability (check only when the trail crosses another track or is in danger of being lost).

CONTACTS: James was of the Apache nation and may have contacts with them or the Intertribal Council of Indian Nations. His younger brother, James, was too young to be a reliable contact when John was alive.

RUNNING THE ORIGINAL THUNDERBIRD: John Proudstar was approached by Professor Xavier to help rescue the original X-Men team that was trapped on Krakoa island. After this mission, Xavier formed the second team of X-Men, with Thunderbird as a member. But on the very next mission, in an attempt to capture the escaping Count Nefaria, Thunderbird's temper got the best of him and he stayed in a critical situation too long. The result was the explosion of Nefaria's escape plane, killing the Count and Thunderbird.

John was a good and proud man, but could sometimes be too wild and quite a hothead. Given the time and training, Professor Xavier could have redirected him into a first class fighter, but that was not to be. His little brother, James, has similar powers to John's and later took up the name Thunderbird, but joined the Hellions instead of one of Professor X's teams (see James under the Hellions entry).

WOLVERINE

Logan (full name unrevealed)
Mutant hero

F	40	In	Health = 110
A	30	Rm	
S	10	Gd	Karma = 121
E	30	Rm	
R	6	Ty	Resources: Ex
I	75	Mn	
P	40	In	Popularity = 0

KNOWN POWERS:

Adamantium Skeleton: Adamantium is the strongest substance known to man. Strips of this material have been surgically integrated into Logan's skeleton. As a result he has Excellent body armor against physical attacks (though he can be cut and does bleed), he can do Excellent damage with his fists (as blunt attacks, before considering martial arts talents), and he can Stun or Slam opponents of a higher Endurance than his Strength. Nothing can cut through Wolverine's bones.

Claws: Wolverine has three Adamantium claws mounted into the back of each hand and forearm. He can pop them out individually or as a group at the slightest whim. Wolverine can do up to Monstrous damage with these claws on the Edged Attack column. He will strike for no more than Excellent damage if he is fighting another human. Wolverine's claws are unbreakable.

Power Stunts: Wolverine is often the projectile in a Fastball Special. When he is used as a projectile, Wolverine should be treated as

Uearthly material.

Nobody can intimidate like Wolverine. Anyone being interrogated by him suffers a -2 CS for resisting talking.

Rapid Healing: One of Wolverine's mutations is the uncanny ability to heal rapidly. He can heal damage from physical attacks at a rate of five Health points an hour, energy attack damage at four points an hour, and radiation damage at one point an hour. Wolverine has Uearthly Endurance for FEAT rolls against poison, gases, drugs, and disease.

Animal Empathy: Wolverine has an Amazing rapport with predatory mammals. He can communicate with them on a basic level and they usually leave him alone. However, he cannot control any animal's actions.

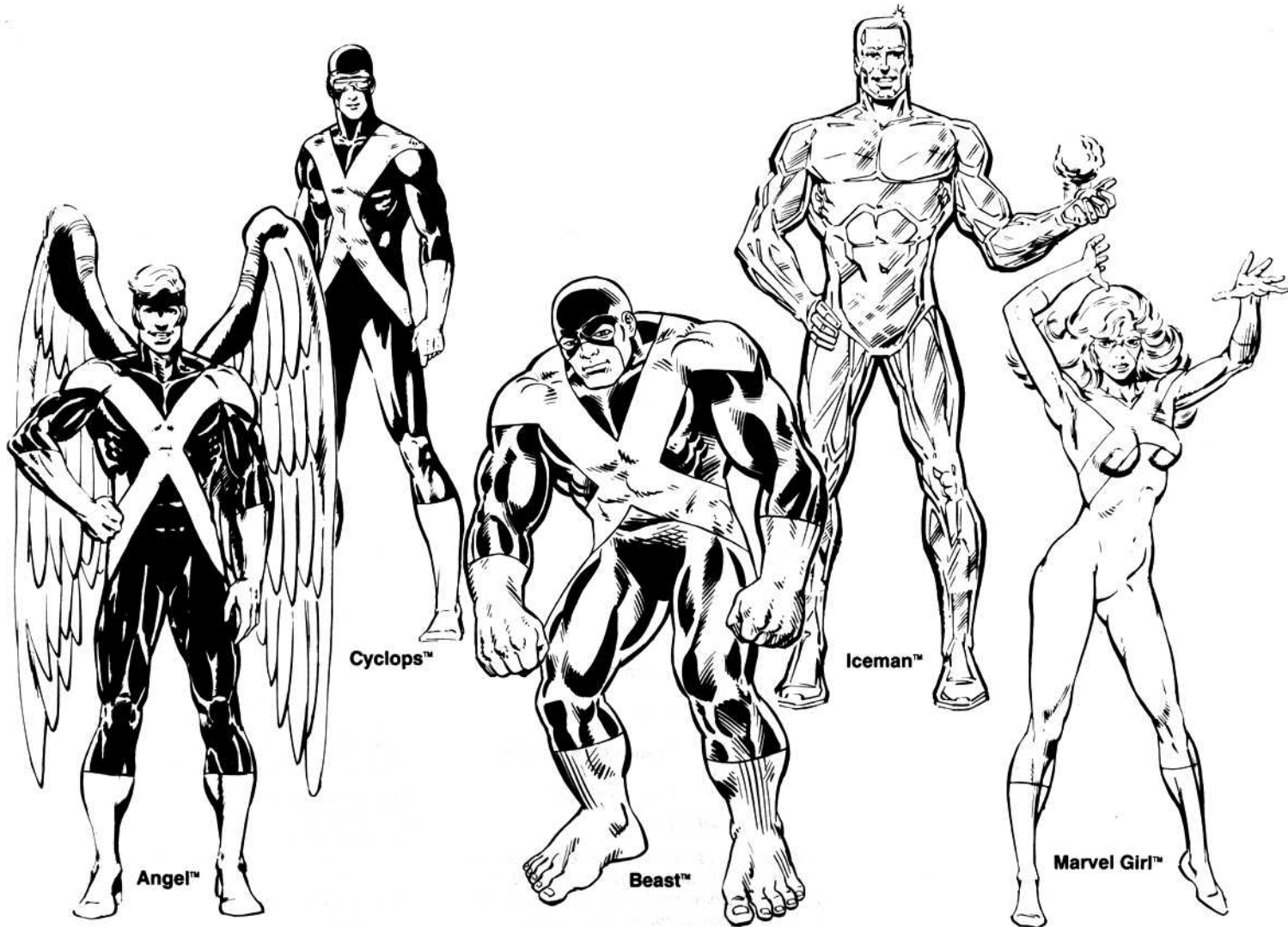
Tracking: Wolverine's other main mutation is his sense of smell, which he uses with Monstrous ability. He can track by smell, much like a bloodhound. He can remember previous scents, can detect illusions by their lack of odor, and identify people by their scents.

TALENTS: Wolverine has the following talents: Military, Detective, Espionage, Oriental Weapons Master (with all oriental martial arts weapons and martial arts types A through E). Wolverine's knowledge of oriental ninja skills is so advanced that he can stand stock still in a shadowed area and a character looking for him would have to make an Incredible Intuition FEAT roll to locate him; otherwise treat him as though he is invisible. He has been a commando and knows how to rappel and the best methods of penetrating an installation. Wolverine also has Remarkable night sight. Logan speaks English and Japanese fluently, and has been mind-taught Russian by Professor Xavier.

CONTACTS: Wolverine's organizational contacts include the Canadian Armed Forces Intelligence Division (from being one of their agents), and Alpha Flight (which he was trained to lead). Mariko Yashida, head of Japan's powerful Clan Yashida, is Wolverine's lady and could help him with contacts in Japan.

RUNNING WOLVERINE: Over the years Wolverine's wild, brutal style of fighting has created great friction within the X-Men (Angel left the group for good because of Wolverine). As time passed, Logan learned to control himself, primarily through the oriental martial arts philosophies and because of his increased affection for his new X-Men 'family,' especially Kitty Pryde. He is a man with a samurai's sense of honor and a wolverine's instinct for survival. It is not surprising that in Rachel Summers's future timeline, Wolverine is still free when all the other X-Men have been caught or killed.

X-Factor



X-Factor is a recent mutant super hero organization. It was created through the efforts of Jean Grey (Marvel Girl) and Warren Worthington III (Angel) to provide an alternative to the X-Men or the New Mutants. X-Factor exists to locate and gain the trust of the growing population of mutants in everyday society. After providing mutants with the necessary training to control their abilities, they can return to society to live quiet, safe, productive lives. Unlike Professor Xavier's teams, X-Factor is not set up with the intent of creating a continuing school of mutant super heroes.

To achieve its ends, X-Factor poses as a private, non-government funded, mutant deterrent agency, complete with television commercials, corporate transportation and headquarters (see the Locations and Items section), and public relations officer, Cameron Hodges (see V.I.P.s).

X-Factor is a division of Worthington

Industries Inc. and a completely public and legitimate front. The founding team members are the original X-Men team: Angel, Hank McCoy (Beast), Scott Summers (Cyclops), Bobby Drake (Iceman), and Marvel Girl. The team poses as legitimate investigators who answer calls or correspondence from the public sector concerning mutants. Once the character has been determined to be a mutant, the team usually isolates him in their headquarters, making it look like the problem has been eliminated, collects payment for their services from whoever contacted them, then trains the mutant to control his powers. Once he learns control, they fund his return to society, with no one the wiser.

So far the team has collected Rusty Collins, a pyrotechnic, and Arthur Maddicks, a powerful telepath/projectionist. They have continuously run up against members of the Alliance of Evil in their duties (see Alliance of Evil).

Costumes: All X-Factor costumes are made of unstable molecules, a Remarkable strength material that does not provide body armor. These suits are insulated, with the exception of Iceman's, providing team members with Good protection from cold and heat. Iceman's costume is specially treated to withstand his intense cold and ice conditions.

Talents: All X-Factor members have the Resist Domination talent, and know martial arts Type D.

Contacts: All X-Factor members have contacts with their teammates and those close to them, Professor Xavier, the X-Men, and the New Mutants (with the exception of Angel and Wolverine, who do not get along, and Marvel Girl, who has not met the New Mutants), but not Magneto.

ANGEL

Warren Kenneth Worthington III
Mutant hero

F	20	Ex	Health = 90
A	30	Rm	
S	10	Gd	Karma = 26
E	30	Rm	
R	10	Gd	Resources = Rm (30)
I	6	Ty	
P	10	Gd	Popularity = 12

KNOWN POWERS:

Flight: Warren flies by means of two natural, feathered wings jutting from his shoulders (wingspan of 16 feet). He normally has Excellent Air Speed, but can sprint up to Unearthly Air Speed. If he is flying at maximum speed, he must make an Endurance FEAT roll for every round after the second. Failure indicates he is exhausted and must rest for two rounds before continuing at maximum speed. For the purpose of this power Warren can rest while flying, but only at a maximum speed of two areas per round. Angel can lift at least 200 pounds in flight; greater weights require a Strength FEAT roll. Angel's ability to maneuver in the air is Amazing; he has defeated many other airborne opponents by outmaneuvering them. The duration of time Angel can stay airborne is difficult to discern, and would depend on headwinds and other weather conditions, but he has been known to fly non-stop for 12 hours. Angel's average cruising altitude is 10,000 feet, but he can ascend to 29,000 feet for a few minutes by making a red Endurance FEAT roll. He can hover in place for hours and never has any difficulty using his hands to operate machinery or attack while he is flying.

Adapted Anatomy: Angel's whole body (bones, musculature, fat cells, etc.) is designed for flight and is extremely light. The result of this is that he suffers much less physical damage when he drops from a great distance (treat as Remarkable body armor when taking a fall). Breathing and seeing normally, even at high altitudes, is never a problem with Angel. As a matter of fact, his eyesight is as good as many predatory birds and he is considered monstrous for purposes of spotting something he is looking for when he is flying high in the air.

TALENTS: Warren has Remarkable Reason in business matters, has the Aerial Combat talent, and also knows martial arts Type B.

CONTACTS: Angel has considerable contacts. When he first left the X-Men he belonged to a West Coast hero team called the Champions of Los Angeles. Other team members included Natasha Romanova (Black Widow), Darkstar, Hercules, and Johnny Blaze (Ghost Rider). The next team he belonged to after the CLA's short life was the New Defenders. Non-X-Factor members included Valkyrie, Gargoyle, Moondragon, and the alien called

Cloud. Though Warren has had many lost loves in the past, including Alison Blaire (Dazzler), he returned to his previous flame, Candy Southern. As Chairman of the Board and principal stockholder of Worthington Industries, Warren has a tremendous amount of clout in business circles. He is also a member of the Hellfire Club, though not a member of its Inner Circle.

RUNNING ANGEL: Though not a leader type, Angel is a good team member: experienced, responsible, and brave, yet he is still happy-go-lucky, freewheeling, and adventurous. While adventuring he still manages to keep tabs on his business empire. He seems to flit from romance to romance, possibly to fill the void in his life left by the death of his parents (though he has recently cut back on the latter). Warren has many residences around the country, including one in New York City and a beautiful mountaintop retreat in New Mexico (where the New Defenders once headquartered). He has publicly revealed that he is the Angel, but has kept any connections between himself and Professor Xavier's school a secret.

BEAST

Henry "Hank" McCoy
Mutant hero

F	40	In	Health = 130
A	40	In	
S	30	Rm	Karma = 50
E	20	Ex	
R	20	Ex	Resources = Gd (10)
I	10	Gd	
P	20	Ex	Popularity = 25

KNOWN POWERS:

Feet and Hands: Hank can use his feet as a second set of hands; they are capable of doing everything his hands can do, giving him a +1 CS when wrestling. He can walk on his hands for hours, using his feet like hands to pick things up or feed himself. He can write or tie and untie knots equally well with his hands or feet.

Climbing: Hank's dexterity is so good and the muscles in his feet and hands are so developed that he can climb any wall or hang from any ceiling that can give him purchase (such as brick or concrete, but not smooth steel or glass) with Remarkable skill.

Balance: The Beast's balance is so exceptional that he can walk a tightrope automatically, and a slack rope with an Agility FEAT roll. His sense of balance helps him to fall up to three stories (30 feet) without receiving damage, provided he lands on his feet (Agility FEAT roll required). He can prevent damage from a longer fall by grabbing and swinging off protrusions in the fall's path (flagpoles, lampposts, etc.), as long as he does not fall more than 30 feet between each object and keeps making successful Agility

FEAT rolls.

Leaping: The Beast's Strength is considered to be Amazing for purposes of leaping.

Speed: Hank's Ground Speed should be considered as Excellent when sprinting on all fours (much like a chimpanzee). He must make a successful Endurance FEAT roll (modified by -1 CS for every round of continuous sprinting) or suffer -1 CS in all actions taken during the round in which he stops.

Power Stunts: Beast is a master of the 'banked shot,' that is, leaping from wall to wall or obstacle to obstacle in a single round and ending the round striking his opponent (by using the opponent to stop his momentum). When Beast performs this maneuver he can do nothing else that round, his movement is restricted to no more than 2 areas, he is considered to be Dodging with Remarkable Agility, and strikes on the Charging column with Remarkable Endurance.

TALENTS: Hank has Remarkable Reason in all matters pertaining to biochemistry, genetics, and electronics. He holds 37 patents for different hi-tech electronic devices. He has the Acrobatics, Tumbling, and martial arts Type C talents. Hank also speaks fluent Russian.

CONTACTS: Hank has been a member of the Avengers and has contacts with all of them (Avengers usually stay very close, even after leaving the team). Hank also was a member of the New Defenders (see Angel's Contacts).

RUNNING BEAST: Hank McCoy had obvious mutations from birth, notably his oversized hands and feet. Despite this, he lived a normal life into his teens and has not shared some of the terrible experiences other mutants have in their youth. Hank is a bookworm; when not on a mission or in the danger room his nose is usually stuck in a science book. While working for the Brand Corporation, Hank used a mutation-causing drug on himself to catch a corporate spy. However, the drug turned him into a blue, furry, bestial-looking humanoid. Recently Carl Maddicks, who was actually responsible for Beast's furry form, transformed Hank back into his human form in an effort to isolate a drug that would help his mutant son, Arthur. With the change, Beast lost some of his exceptional Agility (it used to be Amazing).

CYCLOPS

Scott "Slim" Summers
Mutant hero

F	20	Ex	Health = 76
A	20	Ex	
S	6	Ty	Karma = 80
E	30	Rm	
R	20	Ex	Resources = Gd (10)
I	30	Rm	
P	30	Rm	Popularity = 5

KNOWN POWERS:

Optic Blasts: Scott's eyes constantly emit a ruby-colored beam of force which he controls by means of an adjustable visor or ruby quartz glasses. Without this protection, Scott can cause Excellent damage at a range of 2 areas, affecting all targets in both areas. With his visor on, Scott can control the beam's focus, causing up to Amazing damage at a range of 3 areas, and can make called shots. Scott can fire his optic blasts at ranges longer than 3 areas (up to 10 areas maximum), but for each area over 3 that the beam covers, the damage is reduced by one rank (for example, at 5 areas Cyclops's beam causes Remarkable damage). Cyclops can also use his optical blast as a pressor beam, firing it at low power to push up to 500 lbs. along the ground or to stop it from falling. When he does this, he still causes Typical damage per round to the object or person in his blast. Cyclops fires his optical blasts with Incredible Agility. His optical blasts are thought to be (at least partially) solar powered, but how they are recharged is unknown.

Power Stunts: Scotty's awesome ability to almost perfectly visualize spatial geometry is often combined with his optical blasts for multiple reflection shots. He can strike up to eight targets in a single round if all of them are made of a reflective material (like metal), are within an adjacent area of him, and he makes a successful Incredible Agility FEAT roll. The damage for this type of optical blast drops to Incredible.

TALENTS: Scott is an accomplished pilot. Treat his Reason and Agility as if Remarkable in matters of aircraft and spacecraft. Scott has Amazing Reason when it comes to spatial geometry (see Power Stunts, above). He has the Leadership talent, and knows martial arts Type A and C. Scotty was mind-taught Russian by Professor Xavier.

CONTACTS: Scott's family are his closest contacts: his brother, Alex (Havok); his father (Corsair); his wife, Madeline Pryor, who was a pilot for his grandparents' airline; and his newborn son.

RUNNING CYCLOPS: Scott grew up in an orphanage until he was enlisted by Professor Xavier for his school. He was the first X-Man and the first X-Men team leader. Though Scott has been reunited with his father and brother, the lonely years molded his personality: tough, controlled, self-sufficient, but unable to easily express his feelings. He always drives himself and others to the utmost of their abilities. Recently he has had many doubts in his life: he lost his leadership of the X-Men to Storm, even without her powers, and his love for Jean Grey has resurfaced with her reappearance, putting his marriage in jeopardy.

ICEMAN

Robert "Bobby" Drake
Mutant hero

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 20
E	30	Rm	
R	10	Gd	Resources = Ty (6)
I	4	Pr	
P	6	Ty	Popularity = 3

KNOWN POWERS:

Ice Generation: Iceman can create superhard ice of Remarkable strength. He can create weapons, shields, and semi-permanent structures of this strength by drawing ambient moisture out of the air. He can also extend ice under others, causing them to slip unless they make an Agility FEAT roll (or have some applicable wall-crawling or adhesion ability). Bobby can create and throw up to two iceballs per round (Excellent Agility on the Throwing, Blunt column for Excellent damage each, range 3 areas), or one ice grenade per round. Bobby throws the ice grenade with Excellent Agility on the Throwing, Blunt column, with a range of 3 areas; if it hits it causes the target to partially ice up as if held by Remarkable Material Strength bands. Bobby can make called shots with his iceballs and ice grenades: if he strikes a target three times with ice grenades before the target breaks any of them, the target is completely encased.

In normal temperatures, Bobby's ice-constructs have a base lifespan of five rounds, plus a variable addition of 1-10 rounds. The base figure increases to 10 rounds in cold regions and is decreased to one round in hot regions, such as under the desert sun. Bobby can generate ice in any region that has some ambient water vapor. This means he can use his power anywhere on Earth, but would be severely limited in outer space.

Body Armor: By icing up, Bobby can give himself Remarkable body armor. However, due to the rigidity of the ice, he squeaks when he walks. This ruins any chance of surprise unless he makes a Psyche FEAT roll to control this action. Bobby is invulnerable to the cold, but takes damage from heat and flames as if they were one rank higher (his body armor still has an effect).

Power Stunt: Iceman has one special maneuver that he sometimes uses, but it takes three rounds to prepare. He completely ices up an area with highly reflective, mirror-like ice. He can then stand in the area and the reflections make it appear as though multiple Icemen exist. He can even stand in an adjacent area and project his image into the iced area by using the reflective ice as a lens. If Bobby spends six rounds preparing the area, he can perfectly etch his own image into the ice, which means that of all the images that appear in the area, none are the real Iceman.

Speed: By creating a toppling ramp of ice and

moving along it, Bobby can move the equivalent of Excellent ground speed for an indefinite period. He can only climb a single story with his ramp in a single round, but can descend from any height to ground level.

CONTACTS: Bobby was also a member of the Champions of Los Angeles and the New Defenders (see Angel's Contacts).

RUNNING ICEMAN: Iceman was the youngest member of the original X-Men and is still free-wheeling. He enjoys being a hero and facing danger daily.

MARVEL GIRL

Jean Grey
Mutant hero

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 80
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	50	Am	Popularity = 20

KNOWN POWERS:

Telekinesis: Jean has the ability to mentally manipulate objects with Incredible ability. Her limit is about one ton (Remarkable Strength FEAT roll required to succeed if she attempts to lift over 150 pounds). Jean's telekinesis can also work on the molecular level. She can manipulate her unstable molecular outfit into any fashion she desires simply by thinking about it. Jean's Agility for telekinetic manipulation in this fashion is Monstrous.

Deflection: Jean can use her telekinesis to deflect attacks (like a shield) or contain explosions (like a force field). Her ability to do this is Monstrous if she is just defending herself or someone else, Amazing if she is defending an entire area, Incredible for two areas, Remarkable for three areas, and Excellent for four areas, which is her limit.

Telekinetic Flight: By manipulating her telekinetic force Jean can fly at Good Air Speed, float herself and others at Typical Air Speed, or create an ascending or descending telekinetic "elevator" at Poor Air Speed.

Mental Bolts: Jean can project mental bolts that have a range of 3 areas and hit with Amazing Agility on the Force column. The bolts can cause up to Incredible damage if aimed at a being, or Amazing damage if aimed at a structure or object.

Telepathic Power: Jean once had telepathic ability and was able to read minds and project her thoughts into the minds of others with Remarkable ability. She also could attack an opponent's mind with Remarkable strength mental bolts. Apparently these telepathic powers have all disappeared since her comatose state in the cocoon. Her Intuition when she had those telepathic powers was Remarkable.

TALENT: Jean has the Fashion talent.

CONTACTS: Jean has no real contacts outside of X-Factor and the X-Men.

RUNNING MARVEL GIRL: Jean Grey was one of the weaker members of the original X-Men for years. Just as she was beginning to come out on her own, she sacrificed her life so that her fellow X-Men could live. In a special mission on a space-shuttle returning to Earth, Jean bought precious time for her partners to make a safe escape while she piloted the doomed craft. Before it was destroyed, though, it was exposed to a massive dose of cosmic radiation. While she appeared to have emerged from the crashed vehicle as the powerful Phoenix, it was actually an alien who had taken on the essence of Jean and proceeded to live out what everyone thought was Jean's life.

Meanwhile, Jean, whose body was severely damaged, was healing inside a special cocoon the alien force had created. Jean's body/cocoon was finally found by the Avengers at the bottom of Jamaica Bay, where it had landed. With the help of Reed Richards, Jean was freed from the cocoon. Her telepathic abilities are now gone, but her telekinetic abilities are stronger than ever, and she, herself, seems in better health than she used to be. However, the world has changed a lot in the few years she has been gone and she is having a bit of difficulty coping with it. Jean is confident now, second to no one in competency, and she has an extremely strong sense of duty to the world's mutants. However, she does feel very alone because of the time she lost in the cocoon and the strange reactions among her teammates that her return elicited.

X-FACTOR STUDENTS

COLLINS, RUSTY

Mutant (trainee)

F	6	Ty	Health = 24
A	6	Ty	
S	6	Ty	Karma = 22
E	6	Ty	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Pyrotechnics: Rusty can mentally agitate air molecules to the point where the air, and anything flammable, bursts into flames. His power has so much potential that he could be the next Human Torch (though his power origin is different). His power rank is Monstrous. He is learning to control his power. At present he must make a Psyche FEAT roll to call forth and control the flames each round. The flames normally inflict up to Excellent damage. If he is

under great stress or is excited (surprised in the danger room, attacked by someone, etc.) his power immediately manifests itself. The greater the threat, the more powerful the flame (encompassing up to two areas and causing Amazing damage). If Rusty does not make a yellow Psyche FEAT roll to control this wild fire, it will continue to rage until either he does get it under control (he may try every round) or he is rendered unconscious. Rusty is invulnerable to flame damage.

TALENTS: Rusty was in the Navy and has a Military talent.

CONTACTS: None.

RUNNING RUSTY: Rusty was in the Navy when he was taken into custody by the authorities for using his powers (he lost control). What his life was like before that is unknown at this time. He appears to be a shy kid, confused and bewildered about his powers, and sometimes lashing out at the world in frustration.

MADDICKS, ARTHUR

Mutant (trainee)

F	2	Fb	Health = 18
A	6	Ty	
S	4	Pr	Karma = 20
E	6	Ty	
R	6	Ty	Resources = Fb (2)
I	4	Pr	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Telepathy: Arthur can read minds with Remarkable intensity. Arthur cannot send messages to those with whom he telepathically links, only read their present thoughts or past memories. The range for this initial contact is within an adjacent area of Arthur, but once he has telepathically touched another's mind, he can reestablish the link at any later time, though the character may be as far away as 100 miles.

Teleprojection: Arthur can project the thoughts or memories he picks up in his telepathic powers through his eyes into the air. These are not illusions, but movie projector-like images of either the contacted character's present thoughts or, if Arthur desires, past memories. Anyone who is standing up to one area away can see the images in the air. In this way, Arthur can show a villain's memories of a crime for X-Factor.

Mind Lock: Arthur can lock another character's mind in a stasis condition, where that character cannot perform any action whatsoever, nor is he aware of time passing. The conditions of this power are that the target character is first touched telepathically by Arthur and that Arthur must make a Psyche FEAT roll every round he locks up his target's mind against the opponent's Psyche as an Intensity FEAT.

CONTACTS: None.

RUNNING ARTHUR: Arthur is the deformed and mute mutant son of Carl Maddicks. Maddicks, who worked alongside Hank McCoy for the Brand Corporation, was so desperate to wipe out the genetic mutation in his son that he secretly used Brand laboratories to develop a wonder drug. To test the drug, Maddicks captured the then-blue furred Beast and injected him with the solution. The Beast turned back into his human form, but retained his mutant powers. X-Factor arrived to save the Beast and in the ensuing chaos Arthur was given by Carl into X-Factor's care while Carl held off Brand Security personnel, who had orders to shoot first and ask questions later. Arthur is now an orphan under X-Factor's care. He is a well-meaning youth who tries to do what he can to help X-Factor in their missions, but he does not go on the missions themselves.

SKIDS

Mutant (trainee)

F	10	Gd	Health = 30
A	6	Ty	
S	4	Pr	Karma = 34
E	10	Gd	
R	4	Pr	Resources = Fb (2)
I	10	Gd	
P	20	Ex	Popularity = 0

KNOWN POWERS:

Force Field: Skids can project a force field that protects her from physical, gas, energy, and mental attacks. The field is constantly on at the Good power rank, but can be increased to Remarkable when she desires. It extends completely around her body and she can use it to propel herself along as if she is gliding on air (Air Speed: Typical).

TALENTS: Skids has Remarkable knowledge of all the Morlock underground tunnels and Manhattan's sewers, access tunnels, and subway lines.

CONTACTS: Skids only has contacts with surviving Morlocks.

RUNNING SKIDS: Very little is known about Skids, except that she was brought up by the Morlocks, is female, and about 15 or 16 years of age.

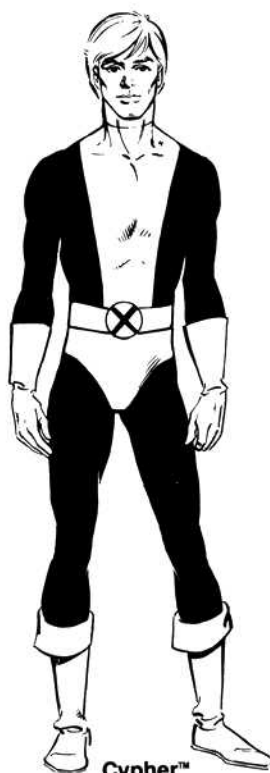
New Mutants



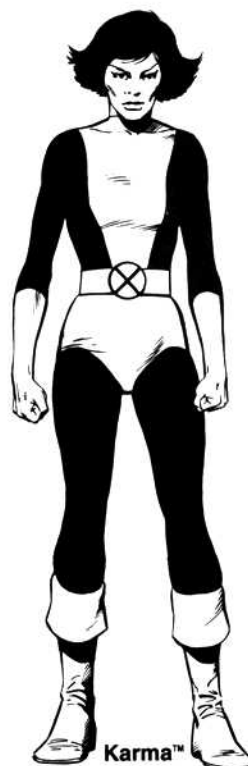
Magma™



Magik™



Cypher™



Karma™



Cannonball™

A few years ago Charles Xavier reviewed his position on training mutant youngsters. Disturbed by the deaths and near-deaths of various X-Men, he decided to stop training young mutants altogether. However, the case of Rahne Sinclair, a mutant child who was being persecuted (and almost executed) in her own home town in Scotland, was brought to his attention by his associate and silent partner, Moira MacTaggart. She eventually convinced Professor Xavier into continuing his work with mutant children and teens. He decided, though, that he would only allow mutants already experienced in combat (like Rogue) to join the X-Men. Xavier felt that he should train young, inexperienced mutants only to use their powers correctly, and not to become costumed adventurers. Therefore, he refers to his youngest group of students not as X-Men but simply as "the New Mutants."

But the best laid plans of mice and mutant teachers soon go astray, especially when they live in the same mansion as the X-Men. Soon the New Mutants were drawn into adventures and, though they are not considered professional crime fighters, they definitely are mutant heroes who are gaining their fair share of combat experience in the field.

The original team of new mutants included Rahne (pronounced "rain") Sinclair (Wolfsbane), Xi'an (pronounced "shan") Coy Mahn (Karma), Roberto De Costa (Sunspot), Danielle Moonstar (Psyche, later Mirage), and Sam Guthrie

(Cannonball). The New Mutants have had their share of setbacks and changes since their formation. Karma was believed to have died early in their adventures, only to later appear, possessed by the astral form of one of Professor Xavier's oldest enemies, Amahl Farouk. An adventure up the Amazon with Sunspot's mother led the team to Nova Roma, a lost colony of ancient imperial Romans, where they met and soon recruited Amara Aquila (Magma). Kitty Pryde (Shadowcat) was 'demoted' from the X-Men to the New Mutants by Professor Xavier because of her age. He eventually relented to her continual pleas and placed her back in the X-Men. A trip to the magical pocket dimension of Limbo transformed Colossus's little sister into a teenager with both mutant and magical powers. Thus Illyana Rasputin (Magik) joined the ranks. A 'passive' mutant whom the team had known previously, Doug Ramsey (Cypher), was needed during an adventure and enlisted in the team, while an alien youngster named Warlock was adopted by the group on the grounds that he was a mutant as well, since he did not have the normal paternal-combat instincts possessed by his race.

Leadership disputes and little romances have prevented the group from completely operating as a team in the past, but recently they seem to have licked the problem and are operating very effectively. Professor Xavier and the X-Men work with the youngsters constantly, helping to build their confidence and teach them to control their

powers. The change of command from Professor Xavier to Magneto was not an easy one, but the New Mutants are resilient and have come to accept him.

The New Mutants have a counterpart team sponsored by the Hellfire Club, called the Hellions, who they view as anything from rivals to friends, but not enemies (see the Hellions entry).

Costumes: Like the X-Men costumes, the New Mutants have outfits that are made of unstable molecules, a Remarkable strength material that does not provide body armor. These suits are insulated, providing team members with Good protection against the cold and heat. Though radio comm-links are sometimes taken into the field by New Mutants, their costumes do not have comm-links built into them like the X-Men costumes.

Talents: All of the New Mutants have been trained on the X-Men Mansion computers. The entire team has Good ability when dealing with these, or similar, computers. All New Mutants members have the Resist Domination talent.

Contacts: All New Mutants have contacts with their teammates, the current X-Men, Professor Xavier, Magneto, Stevie Hunter, Moira MacTaggart, and Empress Lilandra Neramani. The original five New Mutants also have contact with Cyclops of X-Factor.

CANNONBALL

Sam Guthrie
Mutant hero

F	10	Gd	Health = 54
A	4	Pr	
S	10	Gd (30 Rm)	Karma = 22
E	30	Rm	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	10	Gd	Popularity = 4

KNOWN POWERS:

Flight: Sam flies by generating thermo-chemical energy and releasing it from his skin. The release of this energy is accompanied by smoke, flame, and condensation, and is projected by him in such a manner as to grant him Excellent Air Speed in a straight line. Turning while flying is very difficult for Sam, so that making any turn requires an Agility FEAT roll. Sam's Strength increases to Remarkable when he is flying, and he is able to carry up to one ton while "blasting." Sam may make an Amazing level Charge attack and may carry opponents with him on a Power FEAT roll. He can travel as far as one mile on one blast of his power. If he is surprised by a sudden attack, he may involuntarily shut off his power (Psyche FEAT roll to avoid), making him vulnerable in the next round.

Force Field: When in flight, Sam's thermo-chemical energy projects a force field around himself that provides Monstrous protection against energy and physical damage, including damage from hitting things. This protection extends to those things or people he carries. If he drops something or someone he is carrying, it takes damage as if he struck it while charging. Sam can be affected by mental or magical attacks while blasting.

CONTACTS: Sam has developed a crush on the young mutant Firestar in the past, but he is presently romantically involved with the mutant rock singer Lila Cheney. He can call on their aid if necessary.

RUNNING CANNONBALL: Sam is the eldest child of a large coal mining family and the eldest of the New Mutants, yet feels disappointed with his inability to completely control his powers. He is at that extremely awkward stage and, though he is co-leader of the New Mutants, oftentimes feels inadequate. He is a straightforward youth who tries to be sensitive toward others and get along with everyone. His uncontrolled blasting often results in large amounts of damage to anything he even slightly brushes against.

CYPHER

Doug Ramsey
Mutant hero

F	6	Ty	Health = 28
A	6	Ty	
S	6	Ty	Karma = 46
E	10	Gd	
R	30	Rm	Resources = Pr (4)
I	10	Gd	
P	6	Ty	Popularity = 3

KNOWN POWERS:

Linguistics: Doug has a knack for languages, whether human, machine, or alien. He can learn any language with Incredible ability, including written and non-spoken forms of communications. He has used that power to crack many computer codes, and this makes him a hacker par excellence (Amazing ability with computer programs and software). If the language he is attempting to decipher is utterly alien, it may take him minutes (or even hours), but he will crack it.

TALENTS: Even without his power, Doug is Remarkable in matters of computer software. When he and Shadowcat of the X-Men work on a computer together, there is very little they cannot accomplish.

CONTACTS: Doug was a former member of Emma Frost's Massachusetts Academy for a short time and may still retain some contacts there. He and Warlock are extremely close and often combine their abilities and powers to form a better fighter.

RUNNING CYPHER: Doug is a good, clean American-type kid who often feels left out of New Mutants activities (like the Danger Room) and adventures because of his passive mutation. He has proved invaluable to the success of some missions in the past, but since his powers are neither flashy nor damaging, he oftentimes feels unnecessary. He and Kitty Pryde have been seeing a great deal of each other since her break-up with Peter Rasputin.

KARMA

Xi'an (Shan) Coy Manh
Mutant hero

F	10	Gd	Health = 32
A	6	Ty	
S	6	Ty	Karma = 101
E	10	Gd	
R	6	Ty	Resources = Ty (6)
I	20	Ex	
P	75	Mn	Popularity = 4

KNOWN POWERS:

Possession: Xi'an has the ability to take over the minds of other human beings or animals. She does this with Unearthly ability, and must be in the same area for initial possession, but can extend her range up to a half-mile after that. Those attacked make a Psyche FEAT roll

against the Unearthly attack to avoid possession. The mind of the person who is being possessed goes into a dream-like state and remembers nothing when she leaves him. When her mind is possessing someone, Karma's body is immobile, but she still retains possession of it (she does not vacate it as in astral projection) and may act with both the possessed and original bodies on a Psyche FEAT. She will automatically return her mind to her own body if her body is damaged. Damage to the possessed body also affects her. If the body is damaged to the point where it has only five Health points left, is killed, or rendered unconscious, she immediately returns to her own body, is shaken and groggy, and cannot perform any actions for one round.

Her mental control of a target is absolute, but for the first 10 rounds after beginning possession she is slightly disoriented by the new body. During this time all attempts with the possessed body, including combat, suffer a -1 CS. After the 10th round she can use the victim's body normally. After about half an hour, the possessed character may begin making Psyche FEAT rolls to regain control. If Karma retains possession of the body for more than 24 hours she must begin making Psyche FEAT rolls to avoid losing her personality in the personality of the victim. If she fails a roll, she must leave the victim's mind at once or begin to suffer identity loss, thinking and behaving as the possessed subject would. Karma can possess multiple people, but has trouble making more than one of them act at a time (red Psyche FEAT roll required to succeed at this).

Power Stunts: Karma has used her ability in the past to possess the mind of a guard, policeman, or whatever, have them go into a deep sleep, then leave them that way. It is a fast, efficient, and quiet method of taking out non-super powered characters. As in any sleep, a loud noise will wake the sleeper.

TALENTS: Xi'an, from her youth in Vietnam during the war, has a Remarkable talent for survival in wild areas and ruins. This includes the ability to hide and remain unmoving for hours if necessary. She speaks Vietnamese, French, and English fluently.

CONTACTS: Xi'an's only contacts are an American priest and the living members of her family: her younger brother, Leong, and her younger sister Nga (both of whom have been taken care of by Professor Xavier), and her uncle Nguyen Ngoc Coy, who is a powerful and prosperous criminal posing as a businessman in the U.S (he is currently under arrest). She had a twin brother, Tran, whose powers were identical to hers, but he relished in controlling others. He later turned to criminal activities. In a bizarre battle, Xi'an was forced to absorb the life essence of her brother, killing him in the process. The American priest, Father Michael Bowen (uncle to Tandy Bowen, also known as Dagger),

whom she had known in Vietnam when he served with the U.S. Army, helped her when she first arrived in the U.S. and works with Professor Xavier to help her siblings.

RUNNING KARMA: Karma has been through a lot of grief in her young life. She lived through the Vietnam War and helped her family escape Vietnam, only to see her father and mother killed by Thai pirates. She was forced to kill her own brother and has fought her uncle on more than one occasion. She was the first team leader of the New Mutants, and Professor Xavier's secretary, until an explosion on an adventure sent her, unconscious, into the Pacific Ocean, where the tide carried her away from her comrades. In this half-drowned condition she was vulnerable to telepathic invasion. She became possessed by the astral form of the evil Amahl Farouk—a mutant who was a Cairo crimelord and had powerful telepathic abilities (he was destroyed by Professor Xavier years before, but his astral form lived on).

In this form, Farouk used Karma's powers (increased by his own natural telepathic abilities) to establish a criminal empire in America and begin the Gladiators. Farouk's experience with telepathy allowed him to possess a number of people with ease and control their every action. During this time, he indulged his sensuous pleasures to the point where Xi'an's body became grotesquely enormous. Eventually the New Mutants, with Karma's willpower helping them, banished Farouk back to the astral plane.

Shortly thereafter, during an adventure with Storm and the rest of the New Mutants in Asgard, Karma lost all of her weight and regained her physique. She is now, once more, a member of the New Mutants, but not the team leader. She is a tough, self-controlled, and experienced youth who has survived against tremendous odds.

MAGIK

Ilyana Nikolovna Rasputin
Mutant hero

F	20	Ex	Health = 80
A	10	Gd	
S	10	Gd	Karma = 80
E	40	In	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	50	Am	Popularity = 4

KNOWN POWERS:

Teleport Discs: Magik's mutant power is the ability to teleport herself and others through time and space by the use of summoned stepping discs. After a successful Psyche FEAT roll, the disc teleports her first to her dimension of Limbo, then to the desired destination. A failed roll indicates a misjump, either in distance (up to one-quarter mile away) or in time. If the FEAT fails, the final destination could be 1-10 days, weeks,

months, or years in the past or future.

Magik can also summon extradimensional lifeforms (often erroneously referred to as demons) from Limbo through using her discs (see her magical powers and S'ym below). She can also have her discs appear below other characters to teleport them to Limbo. The target may attempt to Dodge if it is warned. She must make a Psyche FEAT roll for this last disc use also.

Special Tricks: Ilyana often teleports an opponent with her to Limbo, then leaves him there in S'ym's care until she returns, taking the character out of combat and keeping him secure.

Soulword: Magik can automatically summon a Soulword. It is a physical manifestation of her magical powers. It can cause Monstrous damage to any magical creature it strikes, attacking on the Edged Attack column. The sword causes no harm if it passes through any non-magical creatures, machinery, humans, or robots. If the sword is swung through a character or item that is possessed or otherwise magically controlled or transformed, Magik is allowed a Psyche FEAT roll with a +2 CS bonus to break the spell and return the being or item to its original state.

Magik can store her sword in nothingness and summon it whenever she desires.

Psi Screen: Magik possesses a psychic shield that is always up and acts as Monstrous protection from psionic attacks, attempts at controlling her, or intrusions. Whether this is a mutant power of hers or a result of extensive magical studies is unknown.

Body Armor: If Magik uses her Soulword or magic in combat, magical body armor begins to appear on her. The body armor, resembling shiny plate armor, begins with Excellent strength and improves by one rank each time she uses her sword or magic in battle to a maximum of Monstrous. Her armor remains for up to five rounds without her having to use magic specifically for the purpose of keeping it.

Magic: Ilyana is the Sorceress Supreme of a small pocket-dimension she calls Limbo (there are a number of other dimensions called limbo), which is probably tenuously connected to True Limbo. If the Judge is using a general magic system for the campaign, it is sufficient to know that Ilyana wields Unearthly power on her own plane. Her magical ability in the Earth dimension is limited to detecting magical auras, entering the astral plane, and calling up her Soulword (the first two feats are of Monstrous ability).

If the detailed magic system found in the MARVEL SUPER HEROES® *Realms of Magic* game accessory is used, then use her statistics and powers as listed in the *Realms of Magic Codex of Characters & Creatures*.

TALENTS: Ilyana speaks English and Russian fluently.

CONTACTS: Ilyana's best friend is Kitty Pryde. Kitty is the only normal human who can wield the Soulword...or be hurt by it. In the past, when Ilyana has lost or given up her magical powers, both the Soulword and Body Armor have been transferred to Kitty.

Magik can call forth many demons from her realm. Chief among them is S'ym, whose statistics are:

F	40	In	Health = 245
A	30	Rm	
S	75	Mn	Karma = 80
E	100	Un	
R	10	Gd	Resources = None needed
I	40	In	
P	30	Rm	Popularity = -20

KNOWN POWERS:

Claws: S'ym's claws cause Remarkable Edged Weapon damage.

Bite: S'ym's bite causes Excellent Edged Weapon damage.

Body Armor: S'ym has Amazing body armor against physical and energy attacks, Good body armor against magical attacks.

Teleport: S'ym can teleport with Unearthly ability, even extradimensionally (a magical power).

BACKGROUND: S'ym served the villain Belasco and was Magik's nemesis when she was a child caught in Limbo. After Belasco was overthrown, he ordered S'ym to attack Magik in the Earth dimension and kill her. When he failed, S'ym's life was spared by Magik and he has pledged to obey her every command. He is quite afraid of her magical powers.

RUNNING MAGIK: Ilyana is Peter Rasputin's sister who was trapped in Limbo (though only for a few minutes in Earth time) and aged seven years there. During this time Belasco, then Lord of Limbo, adopted her and turned part of her soul demonic in nature. Despite her worries about her darkness, Ilyana's good side maintains control. She eventually learned all of Belasco's magic, challenged and defeated him, thus becoming that dimension's Sorceress Supreme. She then returned to Earth, where she prefers to dwell, and joined the New Mutants. Ilyana is unsure about her place in the universe, as a force of light or darkness.

MAGMA

Amara Juliana Olivians Aquilla
Mutant hero

F	10	Gd	Health = 76
A	20	Ex	
S	6	Ty	Karma = 50
E	40	In	
R	30	Rm	Resources = Gd (10)
I	10	Gd	
P	10	Gd	Popularity = 5

KNOWN POWERS:

Control of Earth: Magma can psionically control the movement of tectonic plates and the flow of lava within a planet. She can summon small earthquakes and fountains of lava within a 4-area range with Monstrous ability, causing up to Monstrous damage. Magma can turn any rock (concrete, stone, etc.) into lava and form it into any shape she desires. Her powers are tied to her emotional state, and if she is excited or angry, she may unwittingly trigger such an effect.

Body Armor: When in her Magma form, Amara appears as a humanoid female of flaming lava. This form gives her only Good protection from physical damage, but Unearthly protection against fire and heat. Water has no significant effect on her fiery form. While Magma can create earth tremors while in normal form, she must convert into her fiery form to use her lava powers. In this form she gives off Excellent intensity light and Good intensity heat.

Lava Blasts: Magma can telekinetically project blasts of magma from her hands. She does so on the Energy column with Remarkable Agility, causing up to Monstrous damage at a range of 3 areas.

Power Stunts: Magma can use her lava bolts to tunnel through solid matter (with a Material Strength of Monstrous or less) at a rate of 2 areas per round (1 area per round if making the tunnel traversable by others).

Healing Powers: Amara regains her Health very quickly when she is in contact with the ground. She recovers her Endurance rank every 10 rounds, provided she is in contact with the ground during those 10 turns. Unlike the Regeneration power, Amara does not need to be resting while she heals. This makes her a tough opponent on the ground. If she is brought to 0 Health while in contact with the ground, she will fall unconscious for 1-10 rounds and then must make a successful Endurance FEAT roll to regain consciousness and her full Health and abilities. If she is brought to 0 Health when she is not in contact with the natural earth (such as inside a building or a spaceship), check for death as usual.

NOTE: Magma's powers are directly related to her contact with the Earth. All of her powers will weaken if she is removed from contact with the ground, or something that is affixed to the ground, for over 10 rounds (-1 CS for every 10 rounds off the ground to a maximum of -3 CS. The penalty is eliminated after 10 rounds on the ground).

TALENTS: Amara receives a +1 CS when fighting with a sword. She speaks both Latin and English fluently.

CONTACTS: Amara is the daughter of a senator of Nova Roma, a lost colony of ancient

Romans that is located deep in the jungles of Brazil. She can rely on financial support for from him, but the people of Nova Roma seldom leave their lands.

RUNNING MAGMA: Magma was born and bred to the ruling class in her homeland. She is ever the lady and has quite an air of nobility about her. She misses Nova Roma, but honors her duty (she was sent by her father to learn what she could of the modern world to better prepare Nova Roma for its return to it). She seems to have no romantic ties to anyone and enjoys being a New Mutant.

MIRAGE

Danielle ("Dani") Moonstar
Mutant hero

F	10	Gd	Health = 56
A	6	Ty	
S	10	Gd	Karma = 70
E	30	Rm	
R	10	Gd	Resources = Pr (4)
I	20	Ex	
P	40	In	Popularity = 5

KNOWN POWERS:

Image Generation: Dani has the power to pull and display three-dimensional images from the minds of others with Unearthly ability. She must concentrate on a specific image, such as "greatest fear" or "heart's desire" or "symbol of authority," etc. If the target fails a Psyche FEAT roll against this Unearthly power, he will see the image Dani sought (as will everyone else in the area, but only the subject(s) believe it is real) and react accordingly (running from what he fears the most, attracted to desire, answering to authority, etc.). She can affect multiple targets in the same area with this power, and all will see a different image (unless they all share the same image of fear, love, etc.). Her range is line-of-sight, but this can be improved through the use of optical enhancement devices (binoculars or telescope, but not television). As soon as Dani stops concentrating on an image, it ceases to exist.

Dani's power also works on animals, but the individual creature is the only one who sees the image.

Limited Telepathy: While Dani can pull images from a character's mind, she has no idea what those images are until she displays them, and she is not a full telepath. She does possess a telepathic rapport with higher animals, especially canines, felines, and birds. She can receive their images, sense their feelings, and even see through their eyes with Monstrous ability. This power allows her to mindlink with Rahne Sinclair, when Rahne is in her wolf or wolfoid form.

Death Sense: Dani has the Unearthly ability to sense a being's approaching death. This was granted to her by the Valkyrs of Asgard, who accepted her as a member. She can perceive

potential danger for characters as a deathglow at the start of an adventure. Each adventure, the Judge should make a FEAT roll to determine if Dani has detected a deathglow. If she does, one character, randomly determined, will be placed in a deadly situation. This character will attract attacks and is unable to spend any Karma on Endurance FEAT rolls for the duration of the adventure.

Brightwind: Dani owns a pegasus-like Asgardian steed named Brightwind. It always maintains a psi-link with her while she is on Earth. It has Excellent Strength and can carry up to a maximum of 800 pounds when flying. Its wings provide Excellent Air Speed. It will defend its master, sensing when she is in danger and flying to her rescue. It has three attacks per round, one bite (Excellent damage), and two hooves (Remarkable damage each). The target must be in the same area with Brightwind for it to attack.

TALENTS: Dani has the Wilderness Survival and Horsemanship talents. She receives +1 CS with a bow. She speaks both English and Cheyenne fluently.

CONTACTS: Death.

RUNNING MIRAGE: Dani is a proud, willful, and confident young woman, very similar to her warrior ancestors. She joined the New Mutants because it was her grandfather's wish that she study with his old friend, Professor Xavier (she originally had the codename, Psyche). On an adventure in Asgard she inadvertently joined the Valkyrie (the shield-maidens who fly over the battlegrounds collecting the souls of the warriors for Valhalla), but seemed to fit right in. Upon her return to Earth, she was allowed to keep her steed, Brightwind, and sometimes uses it on missions. Though her first few months with the New Mutants was touch and go, she now co-leads the team with Cannonball and is an important member, usually developing many of their tactics and mission plans.

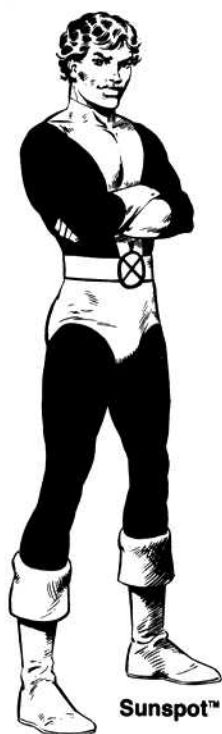
SUNSPOT

Roberto Da Costa
Mutant hero

F	10	Gd	Health = 52 (76)
A	6	Ty	
S	6	Ty (30 Rm)	Karma = 20
E	30	Rm	
R	6	Ty	Resources = Ex (20)
I	4	Pr	
P	10	Gd	Popularity = 3

KNOWN POWERS:

Enhanced Strength: Sunspot has the mutant power to absorb solar energy and convert it into Strength. When he does this his Strength increases to the rank in parentheses. When using this energy, he turns fully black, almost like a shadow. He may operate for an



Sunspot™



Warlock™



Wolfsbane™



Mirage™

unlimited number of rounds while in direct sunlight without any serious depletion of his strength, but when in shade, underground, or at night, he may only use his power for five rounds. On the sixth round of use without recharging, he must make an Endurance FEAT roll. Failure indicates that his enhanced Strength is diminishing (-1 CS this round and he returns to normal the next round). If a second Endurance FEAT roll is failed, Roberto will fall unconscious.

TALENTS: Roberto speaks English and Portuguese fluently and has a working knowledge of Latin.

CONTACTS: Roberto's father is a member of the Hellfire Club's Inner Circle and, though currently estranged from his son, may unobtrusively act as a contact in Roberto's behalf without him knowing it. His mother, an archeologist, will come to his aid if she knows of any trouble, but she is usually on a dig somewhere. Recently, he has added the Fallen Angels to his contacts.

RUNNING SUNSPOT: Well into his teens before his mutant power manifested itself, Roberto lost all of his friends, and indeed much of his world, one day on a soccer field when he lost his temper and went shadow black. Because of this he was captured by Donald Pierce of the Hellfire Club who was 'recruiting' young mutants. Juliana, the love of

Roberto's life, died in the attack. Eventually he was rescued from Pierce by the New Mutants. His home life had been a shambles for a while, so Roberto had no qualms about leaving home and joining the New Mutants when he was offered membership. Roberto is a natural charmer with the ladies. His cosmopolitan style and self-assured attitude covers his bitterness about the past and anger with his father's decision to join the Hellfire Club's Inner Circle. Sunspot can be stubborn, conceited, and a hot head at times, but his fellow teammates still stick by him. Lately, though, he has had second thoughts about remaining with the New Mutants.

WARLOCK

Warlock is its only name
Alien mutant

F	10	Gd	Health = 100
A	20	Ex	
S	30	Rm	Karma = 60
E	40	In	
R	40	In	Resources = None
I	10	Gd	
P	10	Gd	Popularity = 5

KNOWN POWERS:

Shapechanging: Warlock is a techno-organic metamorph, able to alter his shape and take any form he desires. He can extend any portion of his body up to 2 areas away from his

main trunk, including his optic sensors. He can modify his body to form supports of Remarkable strength, vehicles, even a fully operative spaceship with life support for six adults—in short, he can turn himself into anything. He has Unearthly control over these changes, but when under stress will resort to his natural humanoid shape.

Portions of his body can be separated or shredded (Excellent Material Strength), and Warlock will merely regrow that part in normal healing. When Warlock takes more than Remarkable damage in a single round, he must make an Endurance FEAT roll to maintain his present shape. If he fails the roll his shape will take on a splattered look for at least 1 round (once while flying as a jet he was attacked by Hercules and looked like a mile of black, technical spaghetti afterward).

Form Change: Because Warlock is both organic and mechanical in nature, he can also assume the shape and appearance of anything organic as well as anything mechanical. His preferred form in society is that of a tall, brown-haired young man, but he can imitate the form of any humanoid being with Excellent ability.

Special Tricks: Aside from turning into tanks, jets, spaceships, etc., Warlock has lately taken to forming futuristic battle gear around Cypher. He knows of Doug's desire to battle alongside his teammates, and Warlock's own passive

nature does not perfectly suit him in combat. Therefore, he will create a 'space tank' or powered battle armor around Doug that responds to either Doug's movement or voice commands. This combination gives them Warlock's abilities and powers with Doug's powers, talents, and decisiveness in battle.

Conversion and Draining: Warlock can immediately heal damage. He does this by fundamentally altering the DNA structure of an organic entity and transforming it into a techno-organic construct, like himself. Then he simply drains the energy (its "lifeglow"), thereby rendering it inert. This is accomplished through Warlock's touch when he wills it. It leaves behind a lifeless, crystalline shell of the organism he drained. The amount of healing gained depends on the source (equal to the Health of living creatures, Material Strength rank for objects such as plants and food). Warlock now knows the difference between a sentient being and a lower life form. He loses all Karma if he drains a sentient being. He performs this conversion as a Monstrous FEAT roll: green if his target's Endurance is lower than his own, yellow if they are equal, and red if the target's Endurance is higher. Warlock can take nourishment from the Shi'ar computers in the X-Men Mansion without ill effect to either side.

CONTACTS: Fallen Angels.

RUNNING WARLOCK: Warlock's home planet has evolved a combination man/machine as its dominant life form. Young are produced on a genetic production line, with the elders eliminating the weak and unsuitable in a battle to the death (called a "hunt"). In a way Warlock is a mutant because his genetic makeup does not include the normal desire to battle his father at the appropriate time, but to live an independent life. He has fled to Earth to escape his father, Magus. Magus has located Warlock on Earth, but has been prevented from reaching him by the X-Men.

Warlock is a sensitive, peaceful soul who, because of his innocence and naivete, easily panics. His loyalty and love for the New Mutants, his only friends and family, knows no bounds and he will risk his existence for them. The longer he stays on Earth, the more he exhibits a hero's sense of good and evil, and a wonderful sense of humor (often changing into three-dimensional forms of comic strip characters for his friends' amusement). He often tries to converse with machinery, like the X-Men's jet, the Blackbird (he may possibly be able to communicate with items and appliances, but it is doubtful). Despite his friends, he is acutely aware that he is an alien on a human world.

WOLFSBANE

Rahne (pronounced "rain") Sinclair
Mutant hero

F	6	Ty	Health = 42
A	10	Gd	
S	6	Ty	Karma = 24
E	20	Ex	
R	4	Pr	Resources = Pr (4)
I	10	Gd	
P	10	Gd	Popularity = 5

KNOWN POWERS:

Shapechange: Rahne is a metamorph, able to change only into two other forms, one a large red wolf and the other a wolf/humanoid (wolfoid) creature.

WOLF

F	20	Ex	Health = 60
A	10	Gd	
S	10	Gd	Karma = 44
E	20	Ex	
R	4	Pr	Resources = None
I	30	Rm	
P	10	Gd	Popularity = 0

Bite: Rahne's wolf form can bite, causing Good damage on the Edged Attack column.

Tracking: Rahne's wolf form can track and recognize other creatures by their scent with Remarkable ability.

Movement: Rahne's wolf form can sprint at Good Ground Speed for up to five rounds, then must slow back to Typical Ground Speed for at least 10 rounds before sprinting again. She can run at Typical Ground Speed for hours.

Mindlink: Rahne's wolf form cannot speak or communicate, but has a crude mindlink with Danielle Moonstar, and can transmit base feelings and information.

Heightened Sight: Rahne's wolf form can see into the ultraviolet and infrared portions of the electromagnetic spectrum at a Remarkable rank. She can see anything in total darkness that gives off heat (like living organisms, anything that has been in the sun, etc.) Through the use of both her heightened senses, Rahne's wolf form can judge a person's emotional state and detect any changes in that state.

Heightened Hearing: Rahne's wolf form can hear above normal human levels at an Amazing rank. Anyone attempting to surprise her in this form has a -1 CS.

WOLFOID

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 34
E	30	Rm	
R	4	Pr	Resources = None
I	20	Ex	
P	10	Gd	Popularity = 0

Claws: Rahne's wolfoid form has claws that cause Good damage on the Edged Attack column. These paws can also be used as hands.

Bite: Rahne's wolfoid form can bite, causing Typical damage on the Edged Attack column.

Tracking: Rahne's wolfoid form can track and recognize other creatures by their scent with Excellent ability.

Movement: Rahne's wolfoid form can sprint at up to Good Ground Speed for up to three rounds, then must slow back to Typical Ground Speed for at least 10 rounds before sprinting again.

Mindlink: Rahne's wolfoid form may speak. She maintains her mindlink with Danielle Moonstar, but her images are more complex, so that Dani must make a Psyche FEAT roll to understand them.

Damage to Rahne's wolf or wolfoid form is healed when she returns to human form unless either the damage is caused by magic or her Health drops below 42. In these cases the damage is then transferred to her normal state. Any damage she suffers in human form is carried over to her lupine forms.

Power Stunts: Rahne's only real unusual maneuver at this time is switching to more than one form in a single round. For example, she may move an area in wolfoid form (to better mindlink with Dani), jump a fence in the second area in wolf form, then cover her third area in that same round, again in wolfoid form. If she switches like this while she is being Grappled, Grabbed, or Caught, and her opponent is not aware of her abilities, he must make an Agility FEAT roll. If he fails the roll, he is so startled that he releases her.

Special Uniform: Rahne's uniform appears as a uniform when in human form, and shrinks to a collar when she is in her wolf or wolfoid forms.

TALENTS: Rahne speaks Scottish and English fluently.

CONTACTS: Rahne is an orphan. Her only family is Moira MacTaggart, who rescued her from a mob in Scotland and is now her legal guardian.

RUNNING WOLFSBANE: Rahne was brought up by a 'fire and brimstone' preacher in Scotland who was always making her feel sinful and cursed because of her powers. Moira brought her to Professor Xavier for help, which is when he decided to start his second group, the New Mutants. Rahne was the first member. Because of her early upbringing, she is shy, extremely insecure, guilt-ridden, and has little self-esteem. The longer she is with the New Mutants, however, the more she gains confidence.

Hellfire Club



A large mansion stands on Fifth Avenue, just a few blocks from the Avenger's Mansion. This is the headquarters for the Hellfire Club, an elite organization known for its politically and economically powerful membership. The Hellfire Club dates back to colonial days, and was originally started in England. Even then, admission into the club was by invitation only and membership was only offered to the rich and powerful. These traditions still exist today.

But there is more to the Hellfire Club than just a social club where high powered wheeling and dealing takes place. At the core of the Hellfire Club is the Inner Circle, a high council whose members not only direct the funds and interests of the Hellfire Club, but are bound together as a secret organization as well. The secret Inner Circle exists for the purpose of someday dominating the world. This domination is pursued by any means at their disposal, whether they be economic, political, or criminal in nature. To this end, the Inner Circle has established its own

paramilitary organization, created its own advanced devices and vehicles, and trained its own agents and successors, such as the Hellions located at the Massachusetts Academy.

The Inner Circle is structured like a chess set: the members take on titles such as King, Queen, Bishop, and so forth, with the designation of White or Black purely out of fancy. Sebastian Shaw is currently the leader of the Inner Circle and is known as the Black King. There is no White King, as Shaw usurped his reign and will allow no others to share his leadership duties. The next two characters in power under Shaw are Emma Frost, the White Queen (who helped Shaw ascend to his position), and Selene, the Black Queen. While constantly vying for more power, the two positions can co-exist, unlike the Kingship.

The most recent power struggle and changes have come about on the Bishop level. A character named Jason Wynnegan

introduced the original Phoenix to the Inner Circle with the intent of making her Black Queen and becoming a Bishop himself. As it turned out, Wynnegan was really Mastermind who had mesmerized Phoenix. Wynnegan's tampering with Phoenix's mind backfired and turned her into the Dark Phoenix. The Inner Circle immediately withdrew its invitation for him to join the Club. Friedrich von Roehm (Black Rook) gained more power for himself by introducing a powerful mutant and sorceress named Selene to the Inner Circle. She is now the Black Queen. Roehm, however, is now dead, as is Harry Leland.

The Inner Circle uses pawns, too, as servants and agents. These also include special armored agents called the Knights of Hellfire, and young mutants whom they are training. The investment of time and energy seeking out and training mutants is now a prime goal of the Inner Circle. Many of the Inner Circle's members are

mutants themselves, and they view mutants as an important natural resource that they should cultivate.

Members of the Inner Circle revel in their power and influence, going so far as to dress up in stylized late 18th century garb to display their disdain for modern conventions and morals. They have had great success in building their power base, but are occasionally halted in critical matters.

The only group that has continuously stopped the Inner Circle is the X-Men, but because both the X-Men and the Inner Circle are secret organizations, neither can divulge the existence of the other without blowing its own cover as well.

Talents: All members have Remarkable abilities to operate the weapons, computers, and miscellaneous equipment within the Hellfire Club Mansion.

Contacts: The contacts of the Hellfire Club are phenomenal. The organization has Monstrous business and political influence. This also extends into charity organizations, the local law enforcement authorities, and any other organization that economic and political power can easily influence. The Hellfire Club members have contacts with each other, but this does not necessarily mean they will cooperate with each other unless it is in their own best interest.

BLACK BISHOP

Harry Leland
Mutant villain (deceased)

F	10	Gd	Health = 66
A	6	Ty	
S	20	Ex	Karma = 36
E	30	Rm	
R	6	Ty	Resources = In (40)
I	10	Gd	
P	20	Ex	Popularity = 15

KNOWN POWERS:

Mass Alteration: Harry could temporarily increase the mass of any person or object within 5 areas of him. The increase was such that in the first round his target had to make a Strength FEAT roll to move or physically attack. In the second round, any action required a yellow Strength FEAT roll. On the third round of the mass increase, any action required a red Strength FEAT roll. At this point any floors made of Typical Material or less gave way under the target, because he was so heavy (if the target is an item and is made of Typical Material or less, it will collapse this round). On every alternating round following the third the Material Strength of the floor or item that gave way increased one level until, on the 13th round and thereafter a maximum effect is reached: floors, the ground, an item, etc., of Amazing Material Strength or less collapsed.

On each round following the third, the increased mass of a living target required him

to make an Endurance FEAT roll or the victim collapsed and began losing Endurance ranks (one per round whenever a FEAT roll fails). If Endurance dropped below Feeble, the character died. A target's mass returned to normal if the target moved out of Leland's range or if Leland was knocked unconscious.

TALENTS: Leland was a corporate lawyer. His Reason was Excellent in matters pertaining to his occupation.

CONTACTS: Various corporations he represented in the past.

RUNNING THE BLACK BISHOP: Leland enjoyed his status and power, lording it over others of less good fortune whenever he could. He was the type of villain who gloated over a trapped hero. Hardly anything was known of Harry's background, only that he belonged to the Hellfire Club at least as long as Shaw. He seemed to have no overt ambitions at ousting Shaw and stayed neutral in any power struggles. Leland died from a heart attack brought on by overusing his power fighting the ultimate sentinel, Nimrod. If not for the sacrifice of his life using his power, it is quite possible Nimrod would have destroyed both the X-Men and the lords cardinal of the Hellfire Club.

BLACK KING

Sebastian Shaw
Mutant villain

F	30	Rm	Health = 100
A	10	Gd	
S	10	Gd	Karma = 70
E	50	Am	
R	20	Ex	Resources = In (40)
I	20	Ex	
P	30	Rm	Popularity = 15*

*50 with the business and social elite.

KNOWN POWERS:

Kinetic Absorption: Shaw is able to absorb kinetic energy and convert it to physical Strength, Agility, and Health. He must be in contact with the energy to absorb it (he can even strike a surface himself to absorb the energy). Whenever Shaw is attacked physically (slugfest, missile weapons, charging, concussive rays, etc., but not wrestling) or by energy attacks that must strike him to hurt him (Cyclop's optic blasts, Storm's lightning bolts, etc.), the appropriate amount of damage is added to his Health, not deducted. His Health, if boosted in this manner, can go as high as 400. For every additional 50 points over 100 Health that Shaw gains, he shifts his Strength and Agility ranks by +1 CS; therefore, at 150 Health his Strength and Agility would both be Excellent; at 200, Remarkable; and so on up to the maximum of 400 Health and Unearthly Strength and Agility. In the game, this energy dissipates after 10 rounds by increments of 100 Health until he is back to normal. All damage Shaw does

receive (magic, mental, etc.) is taken off the excess amount of Health first, then his own, and he takes no damage from those attacks he absorbs.

Special Tricks: Since Shaw gains his powers when struck, he will often goad an opponent or put himself in situations where he will be attacked, so that he will grow stronger. This could include diving under a falling piece of architecture, using a Dodging or Luring maneuver to dodge into an attack, etc.

TALENTS: Shaw has Incredible Reason in matters of business and Remarkable Reason in the area of defense or armament design (Shaw redesigned and upgraded the modern Sentinels).

CONTACTS: Shaw is the president and chief stockholder of Shaw Industries Inc., a multinational corporation that is heavily involved with U.S. defense contracts and munitions manufacturing. He has contacts with the various U.S. defense departments, including Project Wideawake, for whom he builds Sentinels. Of course, the government has no idea that he is a mutant himself. Shaw's chief cohort is Emma Frost, the White Queen, who helped him ascend to the leadership of the Inner Circle.

RUNNING THE BLACK KING: Shaw was born into an impoverished family, but by the age of 20 he was a millionaire, primarily due to his own business skills and hard work. He climbed and clawed his way to the top of the business ladder, and did the same in the Inner Circle. He presents himself as a refined man, but definitely believes in the survival of the fittest in every facet of life. Shaw supports the development of mutant youngsters for the Inner Circle, and is the true visionary of the group. He can be a cold, cruel, ruthless, scheming man when he must...or when it pleases him.

BLACK QUEEN (current)

Selene
Mutant villain and sorceress

F	10	Gd	Health = 110
A	20	Ex	
S	30	Rm	Karma = 110
E	50	Am	
R	10	Gd	Resources = Am (50)
I	50	Am	
P	50	Am	Popularity = -10

KNOWN POWERS:

Psychic Vampire: Selene is not a true vampire (they were all driven out of the world by Doctor Strange), but her feeding on other's Psyche is reminiscent of vampirism. Every major use of Selene's various powers (Excellent level or over) requires energy, such that she must make an Endurance FEAT roll whenever she utilizes them. Failure indicates a loss of 10 Health (once below 20 Health she begins to

age rapidly, literally growing older in minutes). Her Health cannot be regained normally, it can only be regained by stealing it from others. She drains Health by touch, at Uearthly ability. She will then regain as many Health points as her prey has Psyche. By depriving a victim of some of his life force, she places the victim under her mental control, at the Monstrous level of effectiveness (this requires two rounds of concentration). The victim loses as many Health points as he had Psyche points. If his Health points are depleted as a result, the victim will perish and his body will disintegrate. If the victim's Psyche is completely depleted, but he remains alive, and Selene is defeated or driven away and cannot spend the two rounds necessary to mentally control the character, then he retains his free will, but becomes a psychic vampire like Selene (though not subject to her will).

Psi Screen: Selene possesses a psychic shield that is always up and acts as Amazing protection from psionic attacks, attempts at controlling her, or mental intrusions. When Selene uses her Psi Screens she cannot use her telepathy, force-bolts, telekinesis, or pyrokinesis powers.

Psychic Body Armor: Selene's psychic vampirism has affected her body, giving her the equivalent of Good body armor against physical attacks. It also prevents others from absorbing her power, such as Rogue. Selene was once stabbed in the heart; she smiled and announced that she had no heart. This may have been a ruse to rattle her assailant, but it may also be true; she may also have the Immortality power.

Telekinesis: Selene has Uearthly control over inanimate matter, and is able to manipulate it at her whim with Monstrous ability. She cannot rearrange molecular structure, but can disintegrate inanimate items up to Monstrous Material Strength that are in the same area with a successful Psyche FEAT roll.

Pyrokinesis: Selene has Uearthly control over fire, and is able to manipulate it, extinguish it, or increase it (up to Amazing damage) at her whim.

Telepathy: Selene can read the thoughts of others and contact sentient minds at a range of 100 miles (250 miles if she makes an Endurance FEAT roll). She can also fire telepathic bolts at a 10 area range that cause Incredible damage.

Special Tricks: Selene will usually use her telepathy to find a character her opponent trusts, present a magical illusion of that character around herself so she may move closer to the opponent, then attack the victim to lower his Health, and finally feed off of his Psyche, allowing his Health to drop below Feeble and watch him crumble to dust.

Momentary Hypnotic Trance: Selene can

induce a momentary hypnotic trance in beings in her same area by making a Psyche FEAT roll. This trance only lasts one round and she cannot perform it more than once every 10 rounds. She usually uses it in conjunction with her Momentary Speed power to seem as if she disappeared.

Momentary Speed: Selene can move at Shift Y Ground Speed in a single round, but only for one round. She cannot perform this burst of speed more than once every 10 rounds.

Special Tricks: Selene often uses her Momentary Speed power in conjunction with her Momentary Hypnotic Trance power, making it appear as if she disappeared.

Magic: Selene is an ancient and powerful sorceress of Master level, but seldom uses her magic anymore because use of it acts as a major power drain on her Health. If the Judge is using the general magic system, she has Monstrous powers of illusions, influencing or controlling others, counteracting spells, and summoning low level demons. If using the *Realms of Magic* system, the following are specific powers she is known to use:

Personal Spells:

Astral Projection (Incredible)
Image Projection (Monstrous)
Invisibility (Uearthly)
Servant (Monstrous, demons)
Shield Individual (Incredible)

Universal Spells:

Bands (Amazing)
Charm (Incredible)
Conjure (Amazing)
Eldritch Beams (Incredible)
Healing—Others (Incredible)
Illusions (Monstrous)

Dimensional Spells

Pishogue (Monstrous)
Scrying (Amazing)
Sensing (Amazing)

TALENTS: Selene can speak Latin as fluently as English, and is believed to know about a dozen other languages, learned through her centuries of existence.

CONTACTS: Selene is a self-styled goddess with cults worshipping her around the world. She has contacts with these cults, and most members will die for her. Friedrich von Roehm, the Black Rook, is the leader of the New York cult.

RUNNING THE BLACK QUEEN: Selene has lived for millenia and enjoys being worshipped as a goddess by many followers. She believes in survival of the most powerful, and is fully aware of the extent of her powers. Friedrich von Roehm introduced her into the Inner Circle recently to take the place of the former, and short-termed, Phoenix Black Queen. Since then, Selene has consolidated her power and is positioning herself to challenge Sebastian Shaw's authority. She has not

moved against the White Queen, possibly to conserve her powers and not tip her hand to Shaw too soon. Selene has fed off of countless people in her life time, is extremely evil, and plans on ruling the world (and possibly the Earth dimension) some day.

BLACK ROOK

Friedrich von Roehm
Human villain (deceased)

F	10	Gd	Health = 36
A	6	Ty	
S	10	Gd	Karma = 46
E	10	Gd	
R	20	Ex	Resources = In (40)
I	6	Ty	
P	20	Ex	Popularity = 5

KNOWN POWERS: None

TALENTS: Roehm was a jeweler and had Incredible Reason in that area, plus Remarkable Reason in business matters.

CONTACTS: Roehm had Incredible contacts in the jewelry business. He was the leader of the New York City cult that worshipped Selene as a goddess, and thus, had many occult contacts.

RUNNING THE BLACK ROOK: Apparently the Rook position is not usually held by a mutant. Little is known of von Roehm. He worshipped Selene as a goddess, as did his cult. Roehm introduced her into the Inner Circle, to which he already belonged, for the position as Black Queen and was a member of her political faction within the Hellfire Club. He seemed to have no other ambitions other than serving Selene and gaining more power for himself. He was disintegrated by Nimrod during the same battle which killed Harry Leland.

WHITE BISHOP

Donald Pierce
Cyborg villain (expelled)

F	20	Ex	Health = 100
A	30	Rm	
S	40	In	Karma = 50
E	10	Gd	
R	30	Rm	Resources = In (40)
I	10	Gd	
P	10	Gd	Popularity = 8

KNOWN POWERS:

Cybernetics: Pierce's four limbs are cybernetic, which accounts for some of his enhanced abilities. The great disadvantage for Pierce is that these parts can be damaged, and the damage cannot be healed, only repaired (as in building items). Only the last 20 points of his Health may be regained normally.

Pierce may direct power to his skin, generating an Excellent electric field. Psionic assaults rarely work on Pierce because he has had numerous mechanical/electronic devices installed that screen him from them (act as Amazing psi screens).

TALENTS: Pierce is a mining magnate and has an Incredible Reason in matters of the mining business. He also has Remarkable Reason in the field of cybernetics.

CONTACTS: Pierce's contacts have been reduced to just those in the mining business, since he was expelled.

RUNNING THE WHITE BISHOP: In recent years, Donald Pierce (White Bishop) tried a coup by kidnapping the Inner Circle's secretary (see Tessa). Professor Xavier and the New Mutants defeated him, and Pierce was expelled from the Club. Pierce is now a bitter and obsessed man whose villainous actions will be completely unpredictable.

WHITE QUEEN

Emma Frost
Mutant villain

F	10	Gd	Health = 76
A	10	Gd	
S	6	Ty	Karma = 145
E	50	Am	
R	30	Rm	Resources = In (40)
I	40	In	
P	75	Mn	Popularity = 20

KNOWN POWERS:

Telepathy: Emma Frost can read the thoughts of others and contact sentient beings at a range of 200 miles (400 if she makes an Endurance FEAT roll). She can also project images into those minds with Monstrous ability. She can fire Monstrous strength bolts of psionic force with a 4-area range that is unaffected by body armor and some force fields, affecting the mind directly. Emma Frost's telepathy is unusual in that it allows her to see into the astral plane as well.

Psi Screen: Emma can erect a psi screen of Amazing power when she wishes, but it is not always on like that of Magik or Selene. Emma can still contact others through it, though she cannot attack while it is in place.

Psionic Rapport: Emma can establish an Amazing Strength psionic rapport with a willing character. This allows her to see and experience everything her host sees and feels. The host character must be within 10 areas of her before the link can be established, but then she can maintain her psionic rapport with him to her full range of 50 miles. Talents and information can also be shared in this fashion.

Psionic Blast: Emma's mind is so powerful that she can focus its damaging potential through her hands. Her touch can either cause Amazing damage or, if she succeeds in a yellow Psyche FEAT roll, render an opponent unconscious (this last feat is dependent upon her touching the brow of an opponent, which requires a successful yellow Agility FEAT roll first).

TALENTS: Emma is the Chairman of the

Board and Chief Executive Officer of the Frost International corporation. Her Reason for matters of business and economics is Incredible. She is also the headmistress of the Emma Frost Massachusetts Academy located in the Berkshire Mountains in Snow Valley, Massachusetts. Her Reason in matters of administration and education is Remarkable.

Emma has built many devices that simplify and diversify psionic energy (such as the device that allowed Jason Wyngarde/Mastermind to use his powers on the original Phoenix). Her Reason in matters of electronics and electronic theory is Incredible.

CONTACTS: Emma's family came to New England in the 1600s. This, combined with her business position and Hellfire Club membership, gives her many contacts in high society, educational organizations and institutions, and areas of finance and business (particularly the electronics, ship building, aircraft manufacturing, and transportation industries that Frost International deals with). She has met and cooperated with Magneto in the past when the welfare of young mutants was concerned. She assisted Shaw in becoming the Black King and is still an integral part of his powerful faction of the Inner Circle.

RUNNING THE WHITE QUEEN: Emma Frost is one of the most organized, intelligent, and capable villainesses in the Marvel Universe. She not only created a private educational facility for influencing potential future members of the society, but added training facilities for her secret organization of young mutants called the Hellions, thus assuring her position in the Hellfire Club as overseer of future resources. She even trains mutants with special promise (see Firestar in the Miscellaneous Mutants section) personally to keep them as a trump card in case she is challenged. Emma has faced various members of the X-Men and fought them to a stalemate. She has had conflicts with the New Mutants, but still has enough influence over them that they are not sure if she is an enemy. Frost's name is appropriate—she is cool as ice, completely in control, and extremely self-confident.

WHITE ROOK

Emmanuel Da Costa
Human villain

F	6	Ty	Health = 32
A	10	Gd	
S	6	Ty	Karma = 28
E	10	Gd	
R	20	Ex	Resources = In (40)
I	4	Pr	
P	4	Pr	Popularity = 4

KNOWN POWERS:

TALENTS: Da Costa has both Business and Finance talents. He speaks Portuguese and

English fluently.

CONTACTS: Da Costa has vast South American business contacts, especially in the field of resource developments. His estranged son is the New Mutant codenamed Sunspot. His estranged wife is an eminent archeologist.

RUNNING THE WHITE ROOK: Da Costa, like von Roehm, is a human, but his son is a mutant. He was recently recruited into the Inner Circle, principally because of his vast wealth and influence (and possibly to eventually entice his son to join the Hellions). So far, he seems to have no allegiances to any power faction within the Inner Circle and no immediate ambitions to further himself in their ranks. He has a few more scruples than his fellow members, but they are quickly being eroded.

TESSA

(full name unrevealed)
Believed to be human

F	10	Gd	Health = 30
A	10	Gd	
S	4	Pr	Karma = 95
E	6	Ty	
R	75	Mn	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 4

KNOWN POWERS:

TALENTS: Tessa has a computer-like mind and cognitive facilities. Her Reason is only Good with regards to invention and kit-bashing, but she has extensive knowledge of the world, a photographic memory, and perfect recall. This is believed to be a skill learned through natural training, not a mutation.

CONTACTS:

RUNNING TESSA: Tessa acts as Shaw's advisor and secretary. She keeps most of the Inner Circle's sensitive information in her head. Tessa is an example of Shaw's ability to manipulate the special talents of others for his own benefit. She seems to have no other desire than to serve him and keep close to the rich and powerful. Donald Pierce once kidnapped her to try and oust Shaw, but when he was defeated by the New Mutants she immediately returned to Shaw and the Inner Circle.

Hellions



The Hellions are a group of adolescent mutants who are beginning to discover their abilities. They have been gathered and trained by Emma Frost (the White Queen) at her Massachusetts Academy, a prep school set in the Berkshire Mountains near Snow Valley, Massachusetts. Underneath the school is a secret complex that serves as a training base for her young mutants, much in the same manner as Professor Xavier trained the original X-Men and is now training the New Mutants.

Emma has patterned a good deal of their training after material and information stolen from Professor X's own computers, including the original plans of the Danger Room. Unlike Professor Xavier, who is training mutants so they may better fit into society, Frost is training her young charges as a sort of natural resource which will one day serve the Hellfire Club and thus secure her position in the Inner Circle. While Frost's main concern is the

training of the Hellions team and the smooth operations of her school, she will also train special mutants apart from the team. Recently one such independent trainee, Firestar, discovered Emma's evil plans and fought back. As a result, the underground Hellion complex was completely destroyed and is now being rebuilt.

Costumes: The Hellions have costumes like the New Mutants, made of unstable molecules that act as Remarkable strength material without providing any body armor. The uniforms are insulated, providing Hellion members with Good insulation against heat and cold. The Hellions have an electronic device built into their uniforms that acts as an Amazing Strength psi screen. Characters with psionic powers must make a red Psyche FEAT roll to detect their presence.

Talents: All of the Hellions have been trained on the Massachusetts Academy's

computers. The entire team has Good ability when dealing with these, or similar, computers.

Contacts: All of the Hellions have contacts with Emma Frost, their fellow teammates, and members of the Hellfire Club (in matters that further the Hellfire Club's interest). The Hellions have limited contacts with the New Mutants, Magneto, and Professor Xavier. If a Hellion seeks help from a New Mutant in a matter that is in both of their interests, the New Mutants would help him. Otherwise, the Hellions are kept rather isolated by Emma Frost.

Running the Hellions: Very little is known about the Hellions. What is included here is from the few, brief encounters they have had with the New Mutants. At this point it cannot be said that the Hellions are a villainous team, because some of them (like Jetstream, Thunderbird, and Catseye) are definitely not villainous in intent, while others (specifically

Empath) definitely are. Only time will tell how they should be classified. The Hellions operate as a team, but they are not as team-oriented as the New Mutants. As their training progresses, they should become a more efficient arm of the Hellfire Club.

CATSEYE

Sharon Smith
Mutant (trainee)

F	10	Gd	Health = 50
A	20	Ex	
S	10	Gd	Karma = 44
E	10	Gd	
R	4	Pr	Resources = Pr (4)
I	20	Ex	
P	20	Ex	Popularity = 2

KNOWN POWERS:

Shapechange: Sharon is a metamorph whose natural form is human. However, she has spent most of her life in a modified catlike form (lavender colored), and believes that to be her true body. She is able to shift to the form of a young girl with large, lavender, catlike eyes, long lavender hair, and a long, lavender furry tail (which is usually concealed). Her human form is unnatural to her (she has no pure cat form or middle catoid form, like Wolfsbane—only one feline, four-legged form, about five to six feet long, that is not purely animal). When in human form, her Fighting rank is only Typical, and she has no claws and cannot crawl on walls. In either form she has a strange, almost poetic speech pattern. Her voice and language do not change from human to catlike form.

Claws: Catseye has short claws that inflict up to Good damage in combat, attacking on the Edged Attack column. They can also be used as hands to a limited degree, reducing her Agility to Poor when dealing with manual dexterity tasks.

Wallcrawling: Through the use of her claws and catlike muscles, Catseye can cling to and move along walls and ceilings at normal speed without ill effect. She must make an Agility FEAT roll, as if her rank was Good instead of Excellent, to successfully adhere to slippery surfaces.

Prehensile Tail: In her cat form, Catseye's tail becomes prehensile; she can use it like a third hand with her normal Excellent Agility, and it can support her weight.

Infravision: In her cat form, Catseye can see into the infrared portion of the spectrum. She can see anything in darkness that gives off heat (like living organisms, anything that has been heated by the sun, etc.).

TALENTS: Though Catseye's Reason is low, that is due to the undisciplined state of her mind. Her I.Q. is actually very high, she has total recall, and a photographic memory.

CONTACTS: Catseye feels very close to Rahne Sinclair, Wolfsbane of the New Mutants, who is also a metamorph. This is surprising, as Catseye seems to have no natural dislike for Rahne's canine forms.

RUNNING CATSEYE: It is believed that Catseye's mutation manifested itself at birth, and her parents abandoned her. She spent most of her young life in her cat form trying to survive, and believes she is a cat that can turn human. Emma Frost has been working on the development of her human side. Catseye is extremely innocent and naive, and definitely not villainous. She loves nothing more than to romp around like an animal, especially at night as she is nocturnal by nature.

EMPATH

Manuel Alfonso Rodrigo De la Rocha
Mutant villain

F	6	Ty	Health = 32
A	10	Gd	
S	6	Ty	Karma = 95
E	10	Gd	
R	10	Gd	Resources = Ex (20)
I	10	Gd	
P	75	Mn	Popularity = 5

KNOWN POWERS:

Emotion Control: Empath can psionically alter the emotional state of anyone who meets his gaze. He does this with Monstrous ability, but the foe is permitted a Psyche FEAT roll to resist the manipulation. Failure indicates the target is totally under Empath's control, and is subject to his suggestions. He can summon love, fear, or hate, and force his target to react to those emotions. He has complete control of his target's emotional state, and can force a victim into acting against his or her will (such as attacking a friend). At this time, he has displayed the ability to summon only one emotional state at a time, but may control multiple targets in the same area. If he is stunned, rendered unconscious, or defeated, control is broken.

His influence over emotions is so great that once he has implanted them, he can leave the area and the targets will continue to act according to his wishes for up to 48 hours. Empath's eyes glow when he uses his power.

Special Tricks: Empath's favorite form of attacking the New Mutants or X-Men is to subtly take over control of one of them, then have that hero attack his teammates while using the same hatred on the others so their attacks will be more damaging.

TALENTS: Manuel speaks Spanish and English fluently.

RUNNING EMPATH: Empath is the only true villain of the team at the present time. He is ruthless, arrogant, manipulative, cruel, scheming, overconfident, overbearing, and vengeful. He loves to make girls fall in love

with him, then keep them dangling, or even break their hearts, just for the enjoyment he feels at his own power. Empath is slated by Frost and Sebastian Shaw (the Black King who runs the Inner Circle) for membership in the Hellfire Club if he can ever be brought under control. He has so enraged Frost in the past, however, that she has put psionic dampers on his powers. It is unknown how much control he really has over his powers at present. Empath cannot tolerate defeat and has developed elaborate, and often successful, schemes to gain revenge on the X-Men or New Mutants for defeating him.

JETSTREAM

Haroun ibn Sallah Al-Rashid
Mutant (trainee)

F	10	Gd	Health = 60
A	20	Ex	
S	10	Gd	Karma = 32
E	20	Ex	
R	20	Ex	Resources = Gd (10)
I	6	Ty	
P	6	Ty	Popularity = 4

KNOWN POWERS:

Flight: Jetstream can generate thermo-chemical energy and release it from his skin. This energy, accompanied by the plasma (super-heated state of matter) it produces, allows him to fly at Good Air Speed. He has bionic implants which allow him great maneuverability (unlike Cannonball). He can fly up to 10 areas per round and charge, causing up to Remarkable damage, when in flight.

Sensor Implants: Jetstream's own senses have been greatly improved by computer-enhanced technology. He can detect objects with great detail from a mile away, locate objects in the dark, and relay information quickly via mini-computer transmissions. He may only use these abilities by consciously turning on his sensor implants.

TALENTS: Haroun speaks Moroccan and English fluently.

RUNNING JETSTREAM: Jetstream is a Moor and a Berber who loves flying. Unlike Cannonball, Haroun does not generate his own force field, and he once caught on fire as he was flying. To save his life and also allow him to use his power, the Hellfire Club had to implant bionic units in his body, turning him into a cyborg. Because of this, Haroun feels honor bound to serve the Hellfire Club the rest of his life, though he is not a villainous character.

ROULETTE

Jennifer Stavros
Mutant (trainee)

F	4	Pr	Health = 28
A	10	Gd	
S	4	Pr	Karma = 70
E	10	Gd	
R	10	Gd	Resources = Gd (10)
I	10	Gd	
P	50	Am	Popularity = 8

KNOWN POWERS:

Probability Discs: Roulette can create discs of psionic energy which alter the probability field around the victim struck by the disc. This equates to causing good luck (white disc) or bad luck (black disc) for the target. Good effects would be something like a lucky shot, a locked door suddenly unlocking, or some other fortunate event. Bad effects include such things as a section of the ceiling collapsing on someone, machinery breaking, slipping, energy depletion, and other unfortunate events. Recently, she has been able to determine what the good or bad effect will be by suggesting out loud what will happen as she throws her discs. She can also modify any die roll of the target by plus or minus 50 (the player must state this is the effect of the disc before the dice are rolled). Roulette may not spend her own Karma in the same round that she uses a disc.

Weapons: Roulette has been known to employ a single shot, single victim, nerve gas gun. If she hits with it, it will stun a character for 1-10 hours and negate any and all mental powers (or powers that require extreme concentration) for 24 hours. Apparently, she does not keep extra gas loads with her.

CONTACTS: Jennifer spent a lot of time with local street gangs in Atlantic City, New Jersey, before she joined the Hellions, and still has contacts among them.

RUNNING ROULETTE: While not villainous, Jennifer is spoiled, irresponsible, selfish, and sometimes cruel. She has no real concern for anyone but herself, and has stayed with the Hellions because it provides a better level of kicks than she was getting on the streets.

TAROT

Marie-Ange Colbert
Mutant (trainee)

F	4	Pr	Health = 40
A	10	Gd	
S	6	Ty	Karma = 90
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	30	Rm	
P	50	Am	Popularity = 8

KNOWN POWERS:

Image Animation: Tarot has the ability (exactly how is unknown) to create three-dimensional

constructs from her mind. She uses a tarot deck as her focus, and as such is limited to the images contained in the deck. Tarot can summon images or effects from these cards with a maximum of Incredible abilities (no ability or effect above Incredible rank). While there are many kinds of tarot decks and hundreds of variations of illustrations (which she could someday expand into), she currently prefers the standard deck.

A standard tarot deck has a Minor Arcana consisting of four suits (Pentacles or Coins, Swords, Cups, and Wands or Staves), each suit having an ace and cards numbered two to ten, plus a Page, Knight, Queen, and King. In addition there is a Major Arcana consisting of 23 cards representing the following: Fool, Magician, High Priestess, Empress, Emperor, High Priest, Lovers, Chariot, Strength, Hermit, Wheel of Fortune, Justice, Hanged Man (meaning a new way of life), Death (meaning a great change), Temperance, Devil (meaning subjugation), Tower, Star, Moon, Judgement, and the World. For example, Tarot could pull the Tower card and form a prison with walls and bars of Incredible Strength, or the King of Swords could become a man with Incredible body armor, Incredible Fighting ability and a sword that causes Incredible damage on the Edged Attack column. Marie-Ange often reads her tarot deck to find the most probable course of future events. She places great reliance on its auguries.

TALENTS: Marie-Ange speaks fluent French and English.

RUNNING TAROT: Tarot is more of a support member of the team rather than a combatant. She must pull her card randomly, so she has no idea of what will come next (for instance, the Lovers card is not always a useful one to show up). Almost nothing is known of her past, except that she is a native of France. She seems to be loyal to the Hellions, but not particularly villainous.

THUNDERBIRD (current)

James Proudstar
Mutant (trainee)

F	20	Ex	Health = 100
A	10	Gd	
S	40	In	Karma = 70
E	30	Rm	
R	10	Gd	Resources = Pr (4)
I	30	Rm	
P	30	Rm	Popularity = 13

KNOWN POWERS:

Body Armor: James has Good body armor vs. all physical and energy attacks.

Tracking: James's heightened senses enable him to follow a trail with Remarkable ability (check only when the trail crosses other tracks or is in danger of being lost).

CONTACTS: James is of the Apache nation

and may have contacts with them or the Intertribal Council of Indian Nations. He is the younger brother of the original Thunderbird who was an X-Man, and has a better chance of seeking the X-Men's help than any other member of the Hellions or Hellfire Club.

RUNNING THE CURRENT THUNDERBIRD:

For the longest time, James blamed the X-Men, and Professor Xavier in particular, for his brother's death (the original Thunderbird died on his second recorded mission for the X-Men as a result of his reluctance to let a villain escape). This was James's main reason for joining the Hellions, to seek revenge on Professor X. But after confronting Professor Xavier and facing the truth, he lost his hatred and need for revenge. Though Professor X offered him a place on the New Mutant team, Thunderbird declined and returned to the Hellions, where his friends are. James is proud, honorable, and a loyal teammate, and definitely not villain material.

Brotherhood of Evil Mutants



Unus™



Mastermind™



Toad™



Lorelei™

(Original Organization)

Around the same time that Professor Xavier was gathering mutant youngsters for his School for Gifted Students, the then-villain Magneto, Master of Magnetism, was collecting mutants to further his terrorist activities against humanity. He called his group the Brotherhood of Evil Mutants, and it originally consisted of Magneto, Toad, the Scarlet Witch, Mastermind, and Quicksilver. This group fought the X-Men many times over the years, more times than any other group.

And, over the years, the Brotherhood evolved. The Scarlet Witch and Quicksilver defected from the group to join the Avengers (their hearts were never really in Magneto's evil plans anyway). The Blob and Unus were inducted into the Brotherhood at different times, as was Lorelei, but then left. Eventually, as Magneto's powers increased (and his lackeys kept failing), Magneto disbanded the group and they all went their separate ways.

Contacts: Except under special circumstances, members of the original Brotherhood of Evil Mutants are not necessarily contacts for each other.

Running the Original Brotherhood of Evil Mutants: This early group of villains seldom acted as a team, but when they did they could be devastatingly effective. Fortunately for the world, their own egos and personality differences too often kept them at odds with each other. Usually when they attacked it was premeditated, with each member picking a different opponent to handle. This is the main reason why the X-Men were able to defeat them so often, because if one member of the Brotherhood finished his job, he usually would not stick his neck out for another member (with the exception of Quicksilver and the Scarlet Witch, who looked out for each other).

BLOB

The Blob is now a member of the Freedom Force and can be found in that section.

LORELEI

(real name unrevealed)
Mutate from the Savage Land

F	6	Ty	Health = 28
A	6	Ty	
S	6	Ty	Karma = 20
E	10	Gd	
R	4	Pr	Resources = Pr (4)
I	10	Gd	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Sonic Hypnosis: Lorelei has Amazing singing powers, giving her the ability to paralyze men. Any mortal male who hears Lorelei's song (effective range of 10 areas) must make a Psyche FEAT roll vs. Amazing intensity to avoid being paralyzed by Lorelei's voice. The victim's Psyche, for the purpose of this FEAT roll, has a -2 CS modifier. Immortal beings, such as Thor or Hercules, are immune to her voice. A failed roll means that a character is paralyzed as long as Lorelei continues singing. If a character succeeds in the FEAT roll, he is free to act during the same round (the roll is automatic and does not require a separate action), but must continue making the FEAT roll every round she sings. Lorelei cannot continue her song past 20 rounds. When she finishes singing, those paralyzed by it take two rounds to come to their senses.

CONTACTS: Lorelei is one of the Savage Land Mutates and had Excellent contacts in the Savage Land before it was destroyed.

RUNNING LORELEI: Magneto, in his villainous days, decided to create an army of mutates to help mutantkind rule the world (a mutant is born with his powers, a mutate is a human-born being that has gained his powers through later mutation). When last seen most of the mutates had devolved back into their human forms, but Lorelei had not (see the Savage Land Mutates entry in the Miscellaneous Mutants section). Her present whereabouts is unknown.

MAGNETO

Magneto has had quite a change of heart since those early years as head of the Brotherhood. He can now be found with the X-Men. Magneto's powers during those early criminal years were not as developed as they are now. The early version of Magneto should have a penalty of -1 CS for all Magnetic and Energy Control and have no options for Power Stunts.

MASTERMIND

Jason Wyngarde
Mutant villain

F	4	Pr	Health = 44
A	6	Ty	
S	4	Pr	Karma = 120
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	10	Gd	
P	100	Un	Popularity = -10

KNOWN POWERS:

Illusion Generation: Mastermind's sole power is the generation of three-dimensional illusions. He does this at the Unearthly level, and has fooled such psychically powerful mutants as Professor X, Magneto, and the Phoenix (though the latter required a device which enhanced his power). His illusions are so skillfully made that even when a character realizes it is an illusion, he still subconsciously believes it is real and will act accordingly (an obstacle will seem like an obstacle, opponents can cause damage, natural dangers like flame will feel hot enough to burn, etc.) While damage is imaginary, it is still removed from Health, with 0 Health resulting not in death, but in unconsciousness for 1-10 rounds. Only characters making a Psyche FEAT roll vs. Unearthly intensity may see through the illusion and not be harmed by it. Mastermind has also used his power to change his own apparent form, lately to an attractive, moustached man familiar to the Hellfire Club members. Mastermind can also make himself

invisible by creating the illusion that he is not there. His illusions are visible to everyone who can see them and include all sensory input (sound, touch, etc., but not smell). His illusions are not recorded by camera, tape, or mechanical devices or entities.

CONTACTS: The Hellfire Club knows Mastermind as Jason Wyngarde, a character perfect for membership in the Inner Circle, should he fulfill his promises. If he has another scheme that sounds feasible to them, they might back him in it. Mastermind used to work the carry circuit and still has Excellent contacts with carnivals and circuses.

RUNNING MASTERMIND: Mastermind is one of the X-Men's oldest foes, belonging to the original Brotherhood of Evil Mutants until their dissolution. He then applied to the Hellfire Club for membership in the Inner Circle, hoping to buy his way in by bringing the original Phoenix into the group, under his control, as the new Black Queen (all before Selene arrived). Using telepathic devices created by Emma Frost, he succeeded only in unleashing Dark Phoenix, who gained her revenge for his months of tampering with her mind by flooding his mind with the overwhelming psychic impressions of the cosmos. Wyngarde became catatonic, and stayed that way until recently, when he snapped out of it and again began plotting to defeat the X-Men. His current location is unknown.

QUICKSILVER

Quicksilver has been many things since his early days with the Brotherhood. His current abilities and statistics can be found in the Miscellaneous Mutants section. The early version of Quicksilver should move at Incredible Land Speed, have no Power Stunts, and be obsessed with his sister's protection and his own honor to the point of endangering his life for it.

SCARLET WITCH

The Scarlet Witch, too, has gone through many changes since her early criminal years. Her current abilities and powers can also be found in the Miscellaneous Mutants section. The early version of the Scarlet Witch often attributed her powers to magic, though whether she believed this is not known. When using her probability alteration powers, she suffers a -1 CS because she really was not a villainess and did not want to hurt anyone.

TOAD

Mortimer Toynbee
Mutant villain

F	4	Pr	Health = 60
A	30	Rm	
S	6	Ty	Karma = 30
E	20	Ex	
R	20	Ex	Resources = Pr (4)
I	6	Ty	
P	4	Pr	Popularity = -5

KNOWN POWERS:

Leaping: Toad's mutant ability centers on the elastic cartilage and unusually well-developed muscles in his legs. The farthest he can jump in a single round is three areas horizontally (maximum height of one story) or four stories vertically (must be in the same area).

Hopping, Multiple Attack: Toad's favorite, and most efficient, attack mode is used against a group of characters in the same area. This attack uses the Charging column and is performed by Toad's hopping from character to character. His legs can deliver a blow causing Excellent damage to each target. The maximum number of targets that he can hop-attack in one area in one round is nine. Even if he misses one, he can continue to hop-attack each potential target in the area.

Hopping, Single Attack: If the Toad does nothing else in a round but hop around, he can end the round by striking a single target with a body hop, causing up to Remarkable damage. This hop-attack uses the Charging column. Because the direction and distance of Toad's single attack hopping are so hard to gauge when he is hopping about, his Agility can be used at the same time for Dodging.

TALENTS: While not extremely skilled at creating new items (Reason = Poor for kit-bashing), Toad has helped build and maintain the machines of such luminaries as Magneto, Arcade, and the Stranger. He has Remarkable Reason in the fields of electronic maintenance and rewiring.

CONTACTS: Toad has helped build and maintain the machines of Magneto, Arcade, and the Stranger. Under the right circumstances, Toad may still be able to treat them as contacts. Toad was also an amusement park manager for a time and has Good contacts within that industry.

RUNNING TOAD: Mortimer Toynbee's mutations were obvious at birth. His odd stature, homely features, and curious power made him a subject of ridicule at an early age. This deeply affected his personality such that he will be slavishly subservient to anyone who shows concern for or interest in him. He has tried to go straight recently and open his own amusement park (with Arcade's help), but the land belonged to Doctor Doom, who returned and threw Toad out. Toad feels persecuted and is extremely insecure.

UNUS

Gunther Bain
Mutant villain (presumed deceased)

F	20	Ex	Health = 80
A	10	Gd	
S	20	Ex	Karma = 56
E	30	Rm	
R	6	Ty	Resources = Ty (6)
I	10	Gd	
P	40	In	Popularity = -5

KNOWN POWERS:

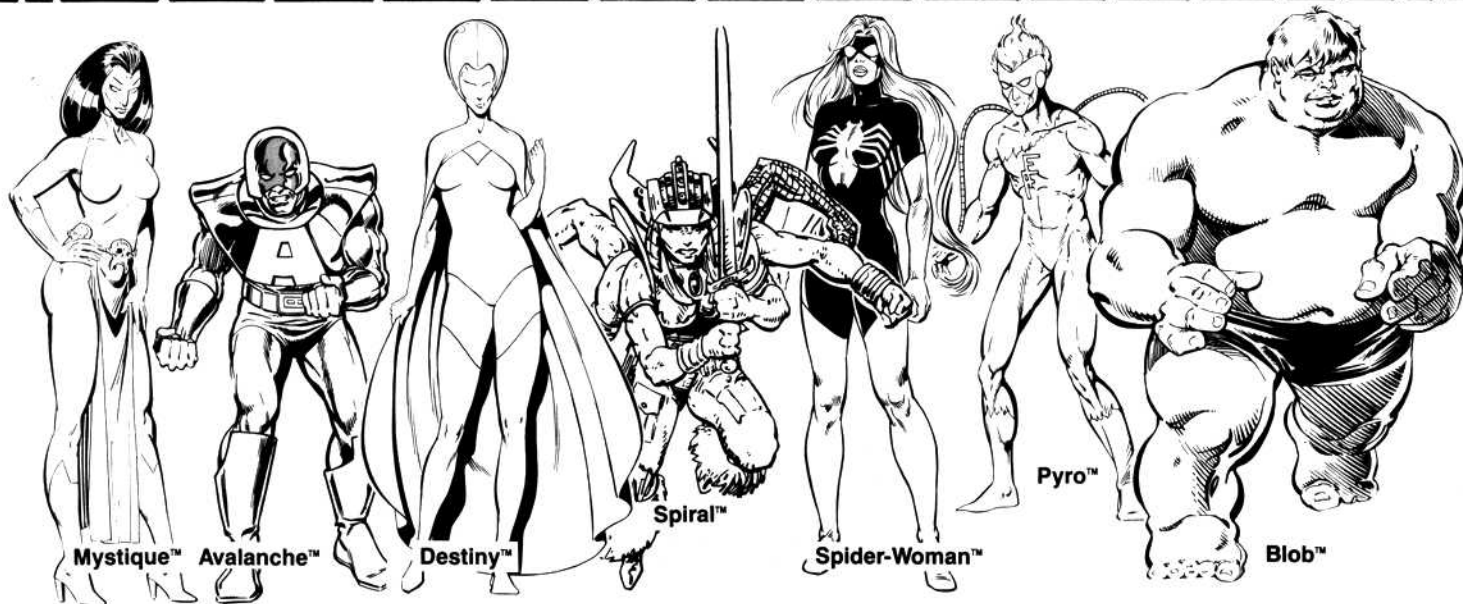
Force Field: Unus was known as "the Untouchable" because he continually projected a field of psionic force that protected him from all physical, energy, and mental attacks. This field was constantly on at the Incredible level, but if Unus concentrated, he could raise it to Amazing, Monstrous, and even Unearthly level. This field would extend completely around Unus's body, allowing him to levitate if need be, and provide full protection if Unus fell from any height. He could partially lower his field to attack, while maintaining it against attackers (the field's strength could be no greater than Amazing at the moment he attacked). The density of his field could be increased to repel air. If gas was used against him by surprise, it would have its normal effects. If he had some warning the field could easily repel the gas molecules.

TALENTS: Gunther spent many years as a costumed wrestler and has a +2 CS to his Strength when Grappling or Escaping.

CONTACTS: Unus was generally a loner. He had contacts in the wrestling business. He only worked with the Brotherhood of Evil Mutants a short time, then returned to being a loner, and finally teamed up with Blob. They enjoyed a partnership, and friendship, for many years.

RUNNING UNUS: Unus was a real loner and, except for the Blob, never really friendly or loyal to anyone. He was never actually evil, just trying to get by any way he could. Unus's powers had once been increased by an invention of Hank McCoy's to the point where he could no longer grasp food or drink liquids or breathe; his force field allowed nothing through. Though the effect of this device was neutralized after Unus surrendered, his powers began to exhibit the same increase years later. An encounter with the Hulk, who smashed through his barrier, reduced his power temporarily, but it soon began growing again, slowly starving and asphyxiating him. He apparently perished in Madison Square Garden; the only witness to his passing was his friend, Fred J. Dukes (Blob).

Freedom Force



The Second Brotherhood of Evil Mutants was formed by Mystique and originally consisted of herself, Avalanche, the Blob, Destiny, and Pyro. Rogue also briefly served as a member, but left the organization and sought out Professor Xavier to help her control her powers. The Second Brotherhood of Evil Mutants, like the original group, was formed as a subversive criminal organization of mutants. Their logic was: if the public thought of mutants as evil, then they would call themselves that and work against society to better their own lot. Since Mystique had considerable influence at the Pentagon in her alter ego identity, she set up the Brotherhood headquarters in a sub-basement. Their chief adversary has been the X-Men.

The increase of anti-mutant sentiment in this country and the reaction of the federal government to it has led Mystique to the conclusion that her organization should give up its criminal activities, for the present, and offer its services to the government in exchange for protection. Thus the Freedom Force was created.

Unlike the Avengers, who are an independent body that receives certain privileges and some supervision from the federal government, Freedom Force is directly under the control of the office of the U.S. President. Dr. Valerie Cooper, special assistant to the head of the National Security Committee, began her relationship with Freedom Force by acting as the liaison and coordinator for their creation. She now supervises Freedom Force on the President's behalf. A full pardon has been issued to the members of Freedom Force for their past crimes, though this can be revoked if a single member is ever discovered committing another crime. Since Freedom Force's formation, an extradimensional alien named Spiral has worked with them occasionally. The second adventurer to be known as

Spider-Woman, and who is not known to have been a criminal, was recently assigned to Freedom Force.

AVALANCHE

Dominic Petros
Mutant villain

F	10	Gd	Health = 70
A	10	Gd	
S	10	Gd	Karma = 26
E	40	In	
R	10	Gd	Resources = Pr (4)
I	10	Gd	
P	6	Ty	Popularity = -5

KNOWN POWERS:

Vibration Waves: Dominic has the ability to generate powerful waves of vibrations from his hands, disintegrating non-living, inanimate matter up to 4 areas away from himself. He does this at a Monstrous level of ability. Large areas (such as buildings) require a yellow FEAT roll, while small objects (under a ton) can be destroyed automatically. (Call for a FEAT roll only when the object belongs to someone else or the effect will harm others.) The effect his powers have on large objects is the same as a medium-sized earthquake or avalanche. He is immune to his own vibrations unless they are somehow reflected back on him.

Note: Avalanche once tried to turn his vibrations on the Hulk. Though his target was unaffected, Avalanche had both of his arms broken by the feedback. It seems that without a non-living, inanimate object to absorb his vibrations, they reflect back on Avalanche causing damage.

Earth Moving: By projecting his vibrational waves into the ground, Avalanche can create an actual wave of moving, shattered earth. This wave has a range of 8 areas (though it only moves 4 areas per round). It affects everything in its path (the same areas that the

wave passes through), causing Remarkable damage and automatically stunning those characters in the effected areas with less than Remarkable Endurance for 1-10 rounds. Those with Remarkable Endurance or better are allowed an Endurance FEAT roll to avoid being stunned.

Body Armor: Avalanche's suit provides Good body armor from physical attacks, but no protection from fire, cold, or any other attacks.

Special Tricks: Though he cannot use his vibrations directly on a character, he can neutralize opponents by disintegrating any special items or weapons they may have, ripping open the ground beneath them (trapping them in a large pit), destroying walls next to them or ceilings above them (falling damage as Material Strength), etc.

TALENTS: Dominic speaks English and Greek fluently.

CONTACTS: None.

RUNNING AVALANCHE: Little is known of Avalanche's past. He emigrated from Greece and first appeared in his present persona when the Second Brotherhood of Evil Mutants tried to assassinate an anti-mutant U.S. Senator. He tried a caper of his own after that (blackmailing California with his earthquake abilities), but returned to the Brotherhood in time to become part of Freedom Force.

BLOB

Fred J. Dukes
Mutant villain

F	30	Rm	Health = 139
A	4	Pr	
S	30	Rm	Karma = 34
E	75	Mn	
R	4	Pr	Resources = Pr (4)
I	10	Gd	
P	20	Ex	Popularity = -20

KNOWN POWERS:

Immobility: Fred can bond himself to whatever surface he is standing on (usually the ground) through force of will (requires one round of concentration). Once he sets this monodirectional gravitational field, he is literally an immovable object. It requires Class 1000 or better Strength plus a red Strength FEAT roll to budge him, and even that pulls up the ground around him. Fred can never be Slammed or Stunned during combat, no matter what martial art or attack column is used.

Note: If Blob can be caught off guard and knocked off-balance (perhaps when he is moving), and his feet isolated (perhaps by being surrounded in a force field or anti-gravity device), he cannot adhere to a surface.

Bodily Expansion: Blob can expand all of the cells of his body's fatty covering at once. This destroys any tight-fitting body restraints of Excellent Material Strength or less (if he is bound in simple iron chains, iced up, etc.)

Body Armor: Blob has Unearthly body armor against physical attacks, cold, and fire. He has Monstrous body armor against energy attacks. His eyes, nose, mouth, and ears are not so protected, and he may be temporarily blinded or hurt by called shots in these areas.

Soft Body: Blob can absorb physical impacts without harm to himself. Similarly, he can absorb and hold a being who is physically attacking him (with a fist, kick, etc.). This requires a Psyche FEAT roll to relax his body around his opponent. Once grabbed, the opponent is held (as in wrestling) with Monstrous Strength. Blob's skin is so resilient and replaces its cells so quickly that he has Monstrous protection vs. skin diseases.

CONTACTS: Blob originally operated alone, but he eventually began working with a partner or team. His favorite partner was Unus, whose mutant power apparently killed him. Blob was also a member of the original Brotherhood of Evil Mutants, and thus has some contacts with Toad and Mastermind (no one else would have anything to do with him now). Blob retains Excellent contacts with the carnivals and circuses operating in America, as he spent years in them before he turned to criminal activities and still keeps in touch.

RUNNING BLOB: Blob's personality has never been firmly established. He can sound rough and threatening (as most criminals try to do), but has shown a sensitive side that is weary of being a deformed mutant. By the nature of his power, he is not an excellent team player, rather he stands and waits for an opponent to come to him and wear himself down attacking Blob's soft body. Blob is a loyal teammate, though. He quit the original Brotherhood when he felt that he was betrayed by Magneto.

DESTINY

Irene Adler
Mutant villain

F	4	Pr	Health = 34
A	6	Ty	
S	4	Pr	Karma = 185
E	20	Ex	
R	10	Gd	Resources = Gd (10)
I	100	Un	
P	75	Mn	Popularity = -5

KNOWN POWERS:

Precognition: Destiny has the ability to scan multiple possible timelines in a single moment and select the one most likely to occur. She cannot alter the timelines, just judge the probabilities of what is going to happen to people and places she knows within a few miles of her. She has a 97% chance of predicting the correct timeline for the next round of gameplay, but loses 10% of her accuracy for every round following the initial one. Another factor that may alter the timeline is any totally unexpected, irrational behavior by her teammates. If Destiny takes an active hand in the actions of the next few rounds, her chance of guiding her team to the right prediction is improved.

This has the following effects on the game:

1. As long as Destiny can clearly communicate with her comrades, her team will always automatically gain surprise (their initiative die roll is always considered a 1). All of Destiny's teammates must be within three unobstructed areas of Destiny for this power to work. If Destiny is rendered unconscious, all the advantages are lost.
2. Destiny can use her Karma to help other character's actions (as she would normally help her own) if the other character is within three unobstructed areas of Destiny.
3. If Destiny attempts to make a long range prediction (more than five rounds in the future) the Judge should secretly make a Psyche FEAT roll for her. Predicting up to 15 minutes into the future requires a green FEAT roll, up to a 24 hours in the future is a yellow FEAT roll, and beyond that is a red FEAT roll. Any white failure means that she has completely failed and sees nothing, while a colored failure means that she sees the wrong timeline and the Judge should present a misleading scenario. When she fails, all surprise and initiative advantages, and the ability to confer them on others, are lost for the next 1-10 rounds.

Handicap: Irene is blind and usually carries a cane in her normal identity. When in battle, she wears a full face mask. Her powers allow her to see the most probable objects, characters, etc., that are present. She cannot be attacked by holograms or optical attacks (though some psionic illusions will still fool her). If her mental powers are stripped or neutralized she cannot see.

CONTACTS: Irene is a very old and dear friend to Mystique, almost a mother figure for her.

RUNNING DESTINY: Irene appears to be a woman in her sixties, but it is thought that she might be much older than that. Almost nothing is known of her background, only that she is a longtime friend of Mystique. It is almost surprising to find that she has engaged in past criminal activities, as she does not seem the villain type. Possibly, she feels she owes a debt to Mystique and this is how she is paying it.

MYSTIQUE

Raven Darkholme
Mutant villain

F	20	Ex	Health = 90
A	20	Ex	
S	10	Gd	Karma = 80
E	40	In	
R	20	Ex	Resources = Ex (20)
I	20	Ex	
P	40	In	Popularity = 10/-10

KNOWN POWERS:

Imitation: Mystique is a mutant metamorph with the ability to mimic the form of other human and human-related creatures, including mutants, inhumans, and other super-powerful creatures, by psionically shifting the atoms in her body and whatever clothing she is wearing. She can imitate the form with Unearthly ability, down to her vocal chords, smell, fingerprints, and retinal scans. She does not gain the powers of the form she imitates, nor can she become non-human (an alien, plant, or machine). She cannot increase or decrease her mass, and is under a physical strain when maintaining a larger shape; she must make an Endurance FEAT roll each round she is in a larger shape, in order to remain that way. She can change into her alter ego, into another character, or into her normal midnight blue-skinned self in less than a round.

Combat Suit: Mystique has worn a specially designed combat suit (designed with the X-Men in mind) in the past which absorbs any electrical attack and converts it to an energy blast (damage caused is -1 CS at the rank that struck her, range is 2 areas). The combat suit also stabilizes her molecules to such a point that no teleportation power works on her unless she desires it and any teleportation negative effects are not felt by her.

Psionic Scrambler: Mystique uses a small electronic psionic scrambler, fitted into her costume, to mask her true thoughts from mind readers when she has altered her appearance. If a character with psionic power is trying to read her mind, he will have to succeed in a Psyche FEAT roll vs. Monstrous intensity or all he will receive is vague patterns.

Weapons: The nine skulls on Mystique's belt contain various gases, flares, acids, and explosives, all of Incredible potential and potency. She carries a razor sharp knife and a garrote, both of which she uses with Excellent skill. Because of her connections, she has access to any weapon in the U.S. government arsenal or S.H.I.E.L.D. (she once used a Destruct Ray pistol that caused Monstrous energy damage).

TALENTS: Raven is well versed in the use of any percussion weapon up to a submachine pistol with Excellent Agility. She is proficient in martial arts types B and C. As Mystique, she has the Leadership skill.

CONTACTS: Mystique has successfully worked with Arcade in the past. Mystique is like a mother to Rogue of the X-Men and once tried to save her from them, believing Rogue had only left her side because she was kidnapped. Though Rogue will not now perform any criminal acts for Mystique, she will still help her in areas that would not hurt Rogue or the X-Men. Through her alter ego, who works in the U.S. Department of Defense, DARPA (Defense Advanced Research Planning Agency), Raven has contacts with defense agencies and contractors around the world and with U.S. military personnel. She also has access to top secret information (including some on anti-mutant projects). Through her position as head of Freedom Force, Mystique has contacts with the President of the United States through his intermediary, Valerie Cooper, on matters of national security requiring response from a super-powered team.

RUNNING MYSTIQUE: Little has been revealed about the background of Raven Darkholme. It is likely that she began using her powers to her advantage at a young age and rose quickly to her present position in the Department of Defense. She has one of the best kept alter ego identities in the world (her popularity reflects the difference between how she is viewed as Raven, the first number, and how she is viewed as Mystique, the second number). In the past she has used her position to gain information and weapons systems to help in her criminal activities. She is the undisputed leader of Freedom Force, as she was of the Second Brotherhood of Evil Mutants. She is an intelligent, highly capable woman who, while having a streak of evil in her, has managed to turn her position as a criminal around to one viewed as a freedom fighter.

There is a strong possibility that some kind of connection exists between Mystique and Nightcrawler.

PYRO

St. John Allerdyce
Mutant villain

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 26
E	30	Rm	
R	10	Gd	Resources = Pr (4)
I	6	Ty	
P	10	Gd	Popularity = -10

KNOWN POWERS:

Fire Control: Pyro is a mutant with the ability to cause any fire to grow in size and intensity and to take any form that he desires, even that of a living creature. The abilities of such creatures have the following maximums:

F	A	S	E	R	I	P
In	In	In	In			

Health: 160 (maximum)

Pyro can mentally control these creatures of flame and command them to do as he wishes. These creatures may cause up to Monstrous damage against normal beings and materials or Good damage against fire resistant creatures and things.

Pyro must be within one area of the original flame in order to control it, but then can manipulate his creatures with Monstrous ability for as long as they are in his sight. These fire creatures are dispelled if Pyro stops concentrating on them or is knocked unconscious. The creatures then return to normal fire.

Pyro's fire creatures take no damage from physical attacks except water (which acts as an Incredible attack against them) or throwing some smothering substance on them (which acts as a Remarkable attack against them). Energy attacks only cause half damage against them.

Fire Resistance: Pyro has Class 1000 resistance to flame under his control. He is vulnerable to normal fire, and wears a protective body suit that provides amazing insulation against fires other than his own.

Fire Generation: Since Pyro cannot create flame, his suit is equipped with a flamethrower. It causes Remarkable damage and has a range of 2 areas.

TALENTS: St. John Allerdyce worked as an Australian wire service journalist covering Vietnam and Indonesia. These experiences give him Excellent Reason in any fields that are related to journalism.

CONTACTS: Allerdyce has had a few novels published and has contacts with the publishing business.

RUNNING PYRO: Pyro drifted around for many years in the South Seas, going from job to job. He covered some of the conflicts in Southeast Asia, but eventually turned his

writing efforts to tawdry novels, which the critics hated. Not much else is known about Pyro or how he met Mystique, except that he is Australian, is a bit cocky, but knows his place within the organization of the Freedom Force and does not make waves.

ROGUE

Though a former member of the Second Brotherhood of Evil Mutants, Rogue joined the X-Men long before Freedom Force was founded. See her character with the X-Men.

SPIDER-WOMAN

(real name unrevealed)
Altered human

F	10	Gd	Health = 130
A	50	Am	
S	40	In	Karma = 46
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	6	Ty	
P	30	Rm	Popularity = 7

KNOWN POWERS:

Wall-Crawling: Spider-Woman sticks to all surfaces automatically as she desires, allowing her to walk up walls and hang from ceilings. She must make a successful FEAT roll vs. an Amazing rank difficulty to adhere to wet or slippery surfaces.

Psychic Web: Through intense concentration, Spider-Woman can weave a psychic web. This web radiates from Spider-Woman in all directions, and imprisons anyone within its range, friend or foe. Within the area Spider-Woman is occupying, the web is of a Monstrous Material Strength, while in adjacent areas it has Remarkable Material Strength, and two areas away the web has Typical Material Strength. Though psionically created, the psychic web is a physical manifestation of either a web or a sphere surrounding the victims that can be ripped or shredded. If the web is ripped or shredded, Spider-Woman must make an Endurance FEAT or be stunned for one round. The web disappears if Spider-Woman is knocked unconscious. Spider-Woman can move when projecting this web only if she makes a red Psyche FEAT roll; the web disappears if she fails the roll.

CONTACTS: Spider-Woman was caught in that part of Denver that was taken by the Beyonder in Secret Wars I to complete his Battleplanet. She has contacts with Captain America, the X-Men, the Fantastic Four, and the other heroes who fought in that conflict.

RUNNING SPIDER-WOMAN: At this point, absolutely nothing is known about the new Spider-Woman's past, motives, or why she is working with the Freedom Force.

SPIRAL

(Spiral is her only name)
Altered alien humanoid

F	20	Ex	Health = 100
A	30	Rm	
S	20	Ex	Karma = 80
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	50	Am	Popularity = -5

KNOWN POWERS:

Multiple Arms: Spiral was genetically engineered to have certain superior powers. She has six arms and increased motor skills which allow her to control all arms at once. She can fight with up to three weapons at once, while using her other three arms for various tasks at the same time (taking out equipment, grasping another character, etc.) Though one of her arms was somehow severed in the past, it has been replaced by a bionic arm of Incredible Material Strength which operates like a normal limb (except it must be repaired instead of healed if damaged).

Magical Spirals: Spiral is a master of some alien form of magic which uses universal and dimensional energies by weaving spirals (or patterns) through intricate arm gestures and dance. She performs these magics at the Amazing level, but cannot do anything else while she casts them. She must make a Psyche FEAT roll to be successful in any magical spiral she weaves. While weaving a spiral she is aware of what is going on around her, and can even talk, but if she is successfully attacked while she weaves, the pattern fails. The effects of her magics have so far included the following (but she is certainly not limited to just these):

- A) Shatter any inanimate, inorganic material of Incredible Material Strength or less within a 3 area range. The maximum size affected is the equivalent of a large automobile. She can also shatter force fields, force walls, etc. (of any origin) with this pattern, as long as they are Incredible Strength or weaker and not larger than 1 area. She can perform this spiral in less than one round.
- B) Control energy attacks of all kinds (including electro-magnetic, gravitational, magical, heat, etc.) directed at her by weaving them around herself and sending them back at the user. They will attack the user with the same effect intended for her. If the energy attack causes Incredible damage or less, her normal green Psyche FEAT roll is all that is required for her to control it. If the energy attack causes Amazing or Monstrous damage, then she needs to make a yellow Psyche FEAT roll. If the attack causes Unearthly or greater damage, she needs to make a red Psyche FEAT roll. If she fails in her rolls the energy

attack succeeds against her as normal. She can perform this spiral in less than one round as a defensive maneuver, four rounds if creating it for another purpose.

- C) Cast an energy matrix around a character which neutralizes all of his powers, whether natural or artificial (but not magical) for three rounds. She can create this spiral in one round.
- D) Slip between timespace and teleport a short distance. Her teleport range is up to 10 areas. She can teleport herself or any other characters in the same area that she desires. When she teleports, an audible 'ping' always sounds. She can perform this spiral in one round.
- E) Open a dimensional aperture to any one of a myriad of dimensions. Anyone occupying the same area at the time will also disappear through the dimensional aperture if she so desires. She performs this intricate spiraling dance by using a full 10 rounds of uninterrupted movement.
- F) Make herself invisible to normal sight by slipping into a thin layer of timespace. She can still touch and affect others if she wills it, but can be hurt by a stray shot or lucky attack while doing so. When invisible she cannot be seen or heard by anyone (a character who can see into the astral plane is allowed a red Psyche FEAT roll to see her). She can perform this spiral in less than one round.
- G) Enhance or decrease another character's specific power for as long as she concentrates. She must first recognize a character's specific power before she can affect it (requiring a Psyche FEAT roll). The enhancement shifts the character's power rank by +2 CS, but not above Unearthly. The decrease shifts a character's power rank by -2 CS, but not below Feeble. She can perform this spiral in one round and must keep it up for it to work in consecutive rounds.
- H) Drain the life force from another sentient being to keep herself young and vital. What is left of the drained character is a lifeless husk. She will not perform this spiral while acting as a member of the Freedom Force or if used as a player character. She can perform this spiral as a 20 round dance that must be uninterrupted to work.

Alien Physique: Spiral's body has a thicker epidermal layer than humans that acts as Good body armor against physical damage, including heat and cold. Her muscles operate differently than human musculature, so she can move at Excellent Land Speed and has Incredible Strength for the purpose of leaping. Spiral's mind is so well disciplined that if someone tries to control her mind, absorb her powers (like Rogue), or otherwise attempt to psionically dominate her, they run a risk of her dominating them. She cannot be dominated, except by another of her race. Spiral must

make a red Psyche FEAT roll to gain domination. If she fails, it means her attacker slipped into and out of her mind and was not trapped.

Special Tricks: Spiral will almost always sneak up on an opponent when she operates alone, or teleport behind him. She will not hesitate to use her long sword. Operating with a team, she will usually act as a support member, staying out of the initial action, casting spirals to help her teammates, and then using her fighting prowess if it is needed.

Weapons: Spiral has a long, thin sword made of some Monstrous Material Strength alien metal alloy. It causes Good damage if she uses it one-handed, but if she uses it two-handed (and performs no other attacks that round with her other arms), it causes Excellent damage. She also carries a normal dagger that she can use at the same time as a one-handed sword attack.

TALENTS: Spiral is a swordswoman and gains a +1 CS with any edged weapon. She also knows martial arts type B and C. Spiral is a professional slave-hunter. If she has sufficient information on a character, she can track him down with Amazing proficiency. It is assumed that she can speak the languages of many different dimensions.

CONTACTS: Spiral is a slave-hunter for the Spineless Ones from another dimension. She can obtain all manner of wondrous weapons and hi-tech gear from them. She can also recruit other alien slave-hunters through the Spineless Ones. She is the property of one Spineless One in particular, named Mojo, who is a powerful magic wielder and a mad, pathological destroyer. Spiral has worked with the Freedom Force on only a few missions so far, but she is considered to have contacts with this group.

RUNNING SPIRAL: Spiral is a genetically engineered humanoid created at the whim of the Spineless Ones who rule another dimension. She has entered the Earth dimension a number of times in search of a runaway slave named Longshot. Human forms are mythological on the worlds from whence she comes, and it was quite a shock to all of the inhabitants to discover that humans really exist, especially as free beings. She is delighted over finding out that she is like humans and that being humanoid does not necessarily make her a slave, but revolted and embittered by her freakish six-armed appearance that separates her from humans. Whether she is truly villainous or forced to perform villainous acts out of desperation and circumstances is as yet unknown. Lately, Spiral has been engaged in other activities outside of the Freedom Force, such as operating the Body Shop (see Locations). She has indicated that she is searching for a source of power on Earth; Phoenix may be that source.

Fallen Angels



Time Bomb™



Siryn™



Vanisher™

The Fallen Angels was an informal team of young people (primarily mutants) who felt like misfits in their own society, whether it was mutant, human, or non-human. The team was founded by the cowardly villain Vanisher, who set himself up as the leader of runaway mutants, sort of a cross between Fagan (the conniving mentor of street urchins in Charles Dickens's *Oliver*) and Professor Xavier. The original team members included Sunspot and Warlock from the New Mutants; Jamie Madrox, the Multiple Man; Banshee's daughter Siryn; Moonboy and Devil Dinosaur from the past; Time Bomb, the female teenage mutant who met the Beyonder; and two new female characters named Chance and Ariel. The team had a short existence and the characters went their own separate ways once it was dissolved.

ARIEL

Ariel is her only name
Alien mutant

F	4	Pr	Health = 34
A	6	Ty	
S	4	Pr	Karma = 40
E	20	Ex	
R	4	Pr	Resources: Fb (2)
I	6	Ty	
P	30	Rm	Popularity = 0

KNOWN POWERS:

Illusions: Ariel can psionically generate illusions. She uses these illusions to mislead, confuse, and otherwise keep opponents off-balance. She must make a Psyche FEAT roll against her target's Psyche to affect him.

Limited Gate: Ariel can enter space between two points by opening a temporal gate. She does this with Amazing ability. When opening this gate and stepping through, she automatically exits at the other point, so it acts like a teleport.

TALENTS: Unknown.

CONTACTS: Unknown.

RUNNING ARIEL: Ariel is a mutant of her own alien race. She became a delinquent and is now a runaway.

CHANCE

(unknown identity)
Mutant (trainee)

F	10	Gd	Health = 46
A	10	Gd	
S	6	Ty	Karma = 24
E	20	Ex	
R	4	Pr	Resources = Fb (2)
I	10	Gd	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Power Boost: Chance has the power to psionically boost or cancel another character's powers. This has no effect on items or artificial powers, but will work on all others. She can only boost or cancel powers when she is under stress, as she has not yet learned how to control her power. When in a stress situation (combat, being chased, and so on), she must make a Psyche FEAT roll against the power rank. If successful, she may lower a character's abilities and powers by -2 CS, or raise them by +2 CS, whichever is to her advantage. If she fails the roll, no noticeable effect takes place. For game's sake, Chance can only affect one character per round. If she decides to switch to another character the next round, the previously altered character immediately returns to normal.

TALENTS: Chance has had a lot of street fighting experience. She has Excellent ability with a knife and knows the equivalent of martial arts type B. Chance speaks Korean fluently, English is her second language.

CONTACTS: Chance has Good contacts with the street gangs of New York City.

RUNNING CHANCE: Chance is an illegal immigrant from Korea. She was brought into America by a quasi-oriental/American religious organization. The church rules the immigrants' lives thereafter, so Chance ran away and soon became a delinquent.

MADROX

James Arthur "Jamie" Madrox
Mutant (trainee)

F	6	Ty	Health = 28
A	6	Ty	
S	6	Ty	Karma = 22
E	10	Gd	
R	10	Gd	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Duplication: Jamie possesses a unique power to create duplicate bodies of himself. When struck, a duplicate "splits off" from Jamie. It is identical in mass and abilities, including the power to duplicate. Jamie can only produce one duplicate a round, but can keep producing them consecutively. There is no known limit to the number of duplicates he can consecutively produce (his maximum so far is 20). Since his duplicates can also duplicate, he could quickly form a small army. All of the duplicates are psionically linked to Jamie and to each other. Each is capable of independent thought, feelings, and action. What is traumatic for one of them, is usually traumatic for all of them, but since they have independent thoughts, treat each one as a separate FEAT roll for the purpose of trances, illusions, emotional control attacks, etc. It is not known if all of them die if Jamie dies, or all disappear if he is rendered unconscious. They exist as long as he wills them to, and he can dispel them at will,

absorbing them back into his body. Each time a duplicate dies, Jamie must make a Psyche FEAT roll or fall unconscious for 1-10 rounds.

Costume: Anticipating the problem of inadvertent duplicates popping out when Jamie slipped and fell, was bumped, and so forth, Jamie's father designed a costume that absorbed kinetic energy as body armor of Good protection. When wearing this suit, Jamie can create a duplicate from any impact if he desires, but only impacts causing Excellent damage or more will automatically produce a duplicate. The suit has malfunctioned before, lowering the impact level for duplication to Typical, but absorbing up to Incredible levels of electrical and heat damage. Jamie could use this stored energy to increase his Strength up to the level that was absorbed (but not exceeding Incredible). Eventually Reed Richards adjusted the suit back to its former Excellent level impact threshold. Whether it can still absorb and convert electrical and heat energy is unknown.

TALENTS: Jamie has worked on Muir Island as a lab assistant for genetic research. His Reason when dealing in laboratory terminology and items is Good.

CONTACTS: Jamie is friends with Professor Xavier, the X-Men, Banshee, and Moira MacTaggart, for whom he last worked.

RUNNING MADROX: Jamie was orphaned when he was 15; his parents died in a tornado. He had known he was different before then, but had not known how different until he was forced to live on his own. After a while, his powers began to get out of control and he sought help, eventually in New York City. Professor Xavier and Reed Richards found him, reset his suit, and Xavier trained him for a while. He had a chance to join the X-Men but decided to go to work for Moira MacTaggart instead. He has lived on Muir Island for quite a while now. Jamie is quite aware of his mutant power being not only extremely limiting on his activities (without the suit), but also not being a highly useful mutation either (in comparison to so many others).

MOON-BOY AND DEVIL DINOSAUR

Intelligent primate and unusual reptile

MOON-BOY

F	10	Gd	Health = 56
A	30	Rm	
S	6	Ty	Karma = 24
E	10	Gd	
R	10	Gd	Resources: None
I	10	Gd	
P	4	Pr	Popularity = 0

DEVIL DINOSAUR

F	10	Go	Health = 191
A	6	Ty	
S	75	Mo	Karma = 12
E	100	Mo	
R	6	Ty	Resources: None
I	4	Po	
P	2	Fb	Popularity = -20

MOON-BOY'S KNOWN POWERS: None

MOON-BOY'S TALENTS: Moon-boy can ride Devil with Amazing ability. He can also communicate with Devil on a basic level through unknown means. He has the Thrown Weapons, Acrobatics, and Tumbling talents.

MOON-BOY'S CONTACTS: Moon-boy can rely on help from his race, the Small People, in his own dimension and time, but has no contacts on Earth.

DEVIL DINOSAUR'S KNOWN POWERS:

Altered Metabolism: For some unknown reason (possibly the highly chemical lava fires that engulfed him at a young age), Devil is smarter and quicker than a normal tyrannosaur. He stands 20 to 25 feet high and has bright red skin, also a result of that lava fire. He has unusual willpower for a creature and should be treated as a character rather than a dumb beast.

Bite: Devil's bite does Monstrous damage, but any character has a chance to Dodge it.

Stomp: Devil can stomp in one of two ways. He usually stomps with one leg into any adjacent area, causing Monstrous damage to the target, if the target does not Dodge out of the way. He can also leap into the air up to 2 areas away and stomp with both legs, causing Unearthly damage. The leaping stomp is so unpredictable that anyone trying to Dodge it receives a -1 CS.

Movement: Devil can move at Remarkable Land Speed or Leap (not a leaping stomp) across 3 areas, but not up or down more than 1 area in height.

Tracking: Devil can track some creatures by their smell (particularly mammals). His ability to do this is Incredible.

Body Armor: Devil's natural hide acts as Monstrous body armor against physical attacks and Amazing body armor against energy attacks.

DEVIL'S TALENTS: Devil can understand the basic intent of humanoid characters by their actions and has quite an understanding of Moon-boy's intentions.

DEVIL'S CONTACTS: None.

RUNNING MOON-BOY AND DEVIL

DINOSAUR: Moon-boy and Devil come from an extradimensional primeval world where dinosaurs and primitive men of various types co-exist. Moon-boy is one of the Small People,

a short race of intelligent humanoids that resemble highly evolved chimpanzee/men. His lack of fear for the night time earned him his name. He saved a young tyrannosaur from another race of primitive beings, but not before the dinosaur was seared red by strange lava fires. He and the tyrannosaur became quite close and Moon-boy named him Devil. After many adventures, Moon-boy and Devil stumbled onto a hag-witch who knew how to activate a dimensional nexus in her domain. Devil fell through this nexus into modern day Earth, but soon returned to it and was brought back to his proper time and place. Apparently, both Devil and Moon-boy again found the nexus and have returned to modern Earth.

Moon-boy is a fun-loving youth who loves riding and being with Devil. He takes great pride in the fact that Devil can defeat anything that threatens them. Devil has the intelligence of a smart dog and exhibits genuine emotions and loyalty concerning Moon-boy.

SIRYN

Theresa Cassidy
Mutant (trainee)

F	6	Ty	Health = 42
A	10	Gd	
S	6	Ty	Karma = 22
E	20	Ex	
R	6	Ty	Resources = Pr (4)
I	10	Gd	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Sonic Generation: Siryn's powers, like her fathers, are variations on the sonic effects produced by her voice. She can issue a sonic scream that can cause up to Amazing damage to non-living matter. The scream can be used in one of two ways against living opponents, either to cause up to Incredible damage to a single target, or to cause Remarkable damage to all characters either in the area she occupies or along her flight route if she is flying. For both attacks all victims must make an Endurance FEAT roll vs. Typical intensity Stunning or fall unconscious for 1-10 rounds. Siryn is unaffected by her own sonic power.

Flight: Siryn can fly using her sonic scream (Air Speed: Poor). The Good level sonics she uses to fly are not damaging, but she does know a power stunt whereby she can fly and scream for damage at the same time. Siryn cannot hear anything above her sonic scream while she is flying and her Intuition drops to Poor during flight.

Power Stunts and Special Tricks: Siryn has not yet worked at controlling her powers enough to know any other power stunts or special tricks.

TALENTS: Unrevealed.

CONTACTS: Siryn is the daughter of Sean Cassidy (Banshee), and is a friend of Moira

MacTaggart and Jamie Madrox.

RUNNING SIRYN: Siryn grew up without the benefit of father or mother and feels like quite a misfit. She loves her father as much as she can love a man she barely knows. Her best friend is Madrox and she knows her uncle, Black Tom Cassidy, who sent her to her father.

SUNSPOT

Sunspot is primarily known for his membership in the New Mutants. He can be found in that entry.

TIME BOMB

Tabitha "Boom Boom" (last name unrevealed)
Mutant (trainee)

F	4	Pr	Health = 34
A	6	Ty	
S	4	Pr	Karma = 16
E	20	Ex	
R	4	Pr	Resources: Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Energy Bombs: Tabitha can generate spheres of energy up to two feet in diameter that detonate up to 10 rounds after created (she presets them upon creation). The maximum size bomb causes up to Amazing damage in one area when it explodes. She has only created one such bomb at a time, and may not be able to create faster than this. Though she usually plants her bombs near the target, she can throw them up to two areas away.

TALENTS: Boom Boom has the Throwing Weapon talent for her energy bombs only.

CONTACTS: Boom Boom is a runaway and has no contacts.

RUNNING TIME BOMB: Little is known about Time Bomb. Tabitha ran away from a bad family environment after discovering her power. She was en route to upstate New York (following a rumor of Professor Xavier's school's existence) when she met the Beyonder. She has not been heard of since that time. Time Bomb has an attitude problem: she needs people but rejects them at the same time. She has a streak of the practical joker in her and is not above giving a departing friend a big hug of affection while slipping one of her energy bombs in a back pocket (she even did this to the Beyonder!!) She receives +10 points to her Karma when she pulls this off.

WARLOCK

Warlock is primarily known for his membership in the New Mutants. He can be found in that entry.

VANISHER

Telford Porter
Mutant villain

F	4	Pr	Health = 38
A	10	Gd	
S	4	Pr	Karma = 44
E	20	Ex	
R	30	Rm	Resources = Gd (10)
I	4	Pr	
P	10	Gd	Popularity = -10

KNOWN POWERS:

Teleportation: Vanisher has Unearthly teleportation powers. His teleportation ability is entirely psionic, unlike Nightcrawler's biophysical ability, and allows Vanisher to instantly survey the area before teleporting, with no chance of teleporting into a wall or a floor. He can therefore teleport into areas he has never seen before. Vanisher's teleportation power is so swift in effect that he seems to disappear into thin air instantaneously, hence his name. Holding on to Vanisher does not prevent his teleporting, and a character cannot teleport with him no matter how firm the hold (though Nightcrawler has teleported with him in the past, under his own power). Vanisher does need a clear mind to teleport, though, and cannot do so in any round if he sustains more than Good damage in that round.

Weapons: Vanisher has used different guns in his past escapades. He has been known to carry a .45-caliber automatic (nine shot capacity, causing Good damage with a 3 area range), a gun which fires sleeping gas of Incredible potency, and a gun which fires energy beams causing Incredible damage. At one point Vanisher reprogrammed several Mark III Sentinels to do his bidding.

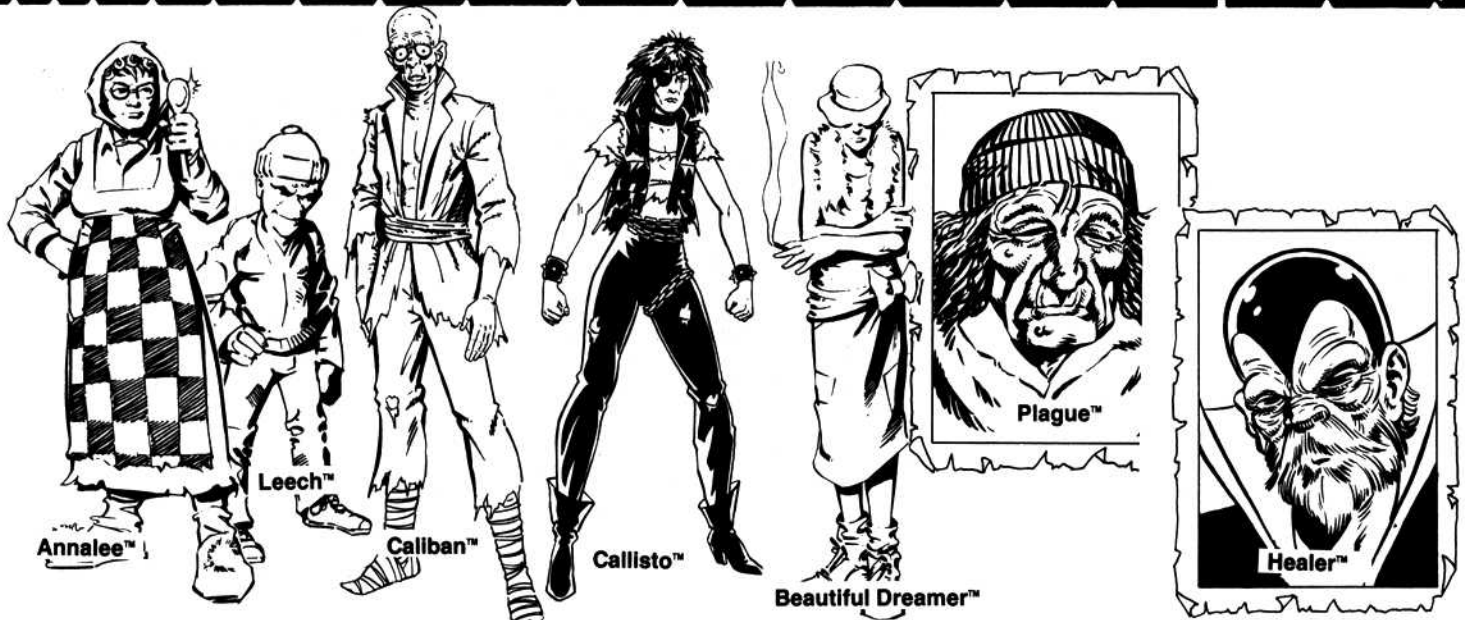
TALENTS: As was mentioned above, Vanisher has reprogrammed Sentinel robots in the past. He has an Incredible Reason when dealing with robots and computers.

CONTACTS: Since Vanisher almost always deserts partners, he has no contacts.

RUNNING VANISHER: Vanisher is extremely insecure and not too comfortable around adults (who know him for the villain and coward he is). Since he has always wanted to be the 'big cheese' of a team, he decided that setting up a team of runaway misfits was his best bet.



Morlocks



The Morlocks are a large community of mutants who feel they are outcasts, living in the underground tunnels beneath New York, New Jersey, and Connecticut. These tunnels were built in the 1950s by the U.S. Government as shelters in case of a national emergency, and later abandoned. The vast majority of the public has no idea these tunnels exist. There are numerous tunnels stretching out of sight, many unexplored. The main tunnel is 50 feet high and runs the length of Manhattan. It is called "the alley" by its inhabitants.

The Morlocks are outcasts and rebels against surface society who named themselves after subterranean creatures found in H. G. Wells's book, *The Time Machine*. They were founded by Callisto, who discovered the tunnels and moved into them decades ago, shortly after they were abandoned. She enlisted the aid of Caliban in finding other mutants to create a new underground society, and has maintained the tunnels ever since (one tunnel that has an underground rail line has even had its engine restored to full working capability). Morlock society has no actual class system, except for the leader who all Morlocks obey, somewhat like a huge street gang. Until recently, the leader was Callisto. Under her reign, Morlocks often raided the surface world, preying on the lower classes so that losses as a result of their activities would not be noticed. They stole furnishings, food, clothing, and the other necessities of life, but sometimes they stole children, too, as many Morlocks are sterile. This raiding was discontinued when Callisto lost her rule to Storm in a fight.

Morlock society has many of its conflicts settled by combat. The decision of who will be the Morlock leader has been settled by mortal combat in the past. Storm actually stabbed Callisto through the heart, officially killing her, and won the title that way. Though Storm is not in residence, she is still considered the leader.

Callisto was saved from death at the last moment by Healer. Though she is not the official ruler, she usually makes sure law and order is upheld in Morlock society while Storm is gone.

Most Morlocks are hideous and deformed (see Masque), yet another reason for them to dwell away from society. When Professor Xavier offered to help resettle them on the surface, they declined because they feel the tunnels are the right place for them. This image of themselves as almost sub-human has psychologically affected most Morlocks who feel frustrated, bitter, and vengeful about their situation. Lately rumors have begun to spread about another group of mutants, named the Marauders, who have attacked some or all of the Morlocks. The Morlock's present status is unclear.

There are hundreds upon hundreds of Morlocks. Those listed here have featured prominently in past X-Men or New Mutants stories.

Talents: All Morlocks have Remarkable knowledge of not only the underground tunnels they occupy, but Manhattan sewers, access tunnels, and subway lines that connect their world with the surface.

Contacts: In addition to having contacts with each other (a bond which is quite strong), the Morlocks have met the X-Men and can seek out their aid if they are being persecuted. The X-Men Storm is their leader.

ANNALEE

(real name unrevealed)
Mutant renegade

F	10	Gd	Health = 30
A	6	Ty	
S	4	Pr	Karma = 18
E	10	Gd	
R	4	Pr	Resources = Fb (2)
I	10	Gd	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Projecting Empathy: Annalee can empathically project her emotions to other characters with Amazing ability. To project her emotions she must be within 10 areas of a character and see them, but after successful contact she has a range of about 10 miles. Any character contacted has the opportunity to make a red Psyche FEAT roll to ignore the emotional control. If the roll is failed, the character will be awash with the main emotion Annalee is projecting (misery, anger, etc.) and will attempt to fulfill her wishes so that she releases them. Once under her control, she can direct victims by switching emotions, until either the victim leaves her range (usually accidentally), or Annalee is knocked unconscious, is defeated, or falls asleep. For the purpose of the game, Annalee can control up to eight characters with her empathy.

TALENTS: None.

CONTACTS: She is a friend of the Power Pack children.

RUNNING ANNALEE: Annalee appears to be a frumpy housewife; one would never guess that she was a mutant to look at her. Her children, also Morlocks, were her purpose for living, and when they were murdered on the surface by a mutant-hating mob, her mind snapped. She has tried kidnapping the Power children more than once to replace her own, but has always been defeated by the X-Men. She is now a friend of theirs and sees them occasionally. While the other Morlocks feel sorry for her, they are also afraid of her as she can make them perform actions against their will.

APE

(real name unrevealed)
Mutant renegade

F	20	Ex	Health = 106
A	6	Ty	
S	40	In	Karma = 10
E	40	In	
R	4	Pr	Resources = Fb (2)
I	4	Pr	
P	2	Fb	Popularity = -2

KNOWN POWERS:

Metamorph: Ape is a metamorph of Remarkable ability. He prefers to 'ape' things, such as jars, vacuum cleaners, etc., rather than other people or animals. His only difficulty is that he is so dull-witted that he cannot think of the proper shape fast enough when he is on his own. Therefore he is usually paired with Tar Baby, who calls out the items for Ape. If Ape is on his own, he must make both a Reason FEAT roll and a power rank FEAT roll to change into an item. If a friend of his is with him and calls out an item, then just the power rank FEAT is required. The size and mass of the item he turns into is roughly equal to his own and resembles him.

TALENTS: Ape has the Wrestling talent. His usual attack form is to come up from behind and Grapple his opponent. If he pins an opponent (able to get the victim flat down on the ground), the victim suffers -2 CS for any attempts at Escaping.

CONTACTS: None.

RUNNING APE: Ape is a big, monkeyish-looking mutant who is gentle, but rather slow. He does not like to stand out from the crowd and prefers to operate with Tar Baby.

BEAUTIFUL DREAMER

(real name unrevealed)
Mutant renegade

F	10	Gd	Health = 40
A	6	Ty	
S	4	Pr	Karma = 50
E	20	Ex	
R	4	Pr	Resources: Fb
I	6	Ty	
P	40	In	Popularity = 0

KNOWN POWERS:

Memory Alteration: Beautiful dreamer can alter people's memories through a form of sonic/psionic power that manifests itself in what she calls dream smoke. She pictures the memory she wants them to have, makes a Psyche FEAT roll to fix it in her mind, then sings her song and, through her strange sonic vibrations, alters characters' memories to accept or forget whatever it is she wanted to fix in their minds. If she makes her Psyche FEAT roll, she can alter any character's memories automatically if she sings for 10

rounds (uninterrupted) and is within 5 areas of them. She can extend her power out to a mile, but must then make an additional Endurance FEAT roll to project her voice that far and sing for 20 rounds. Any character who is aware that she is trying to affect him is allowed a Psyche FEAT roll (-1 CS vs. Incredible intensity) to resist the memory alteration. It is not known how long this memory alteration will last.

CONTACTS: None.

RUNNING BEAUTIFUL DREAMER: Beautiful Dreamer is used by the Morlocks as a covert power, usually while people are asleep. When some of the Morlocks wanted to abduct the Powers children (super-powered youngsters known as the Power Pack) and add them to the Morlock community, Beautiful Dreamer sang away the Powers' parents' memories of the children.

CALIBAN

(real name unrevealed)
Mutant renegade

F	4	Pr	Health = 54 (74)
A	10	Gd	
S	10	Gd (30 Rm)	Karma = 80
E	30	Rm	
R	10	Gd	Resources = Fb (2)
I	30	Rm	
P	40	In	Popularity = 0

KNOWN POWERS:

Limited Strength: Caliban's Strength and Health can shoot up to the statistics in parentheses due to a fear-induced surge of adrenalin. Examples of situations that would trigger these increased abilities include combat, being trapped, being hunted, etc.

Mutant Detection: Caliban has the Amazing rank ability to detect mutant energies. He can only detect mutants whose powers have manifested themselves. He can locate a mutant within 25 miles and track him down like a bloodhound. The Morlocks use Caliban to track down young, unknown mutants who are then kidnapped into Morlock society.

Emotion Projection: Caliban has the ability to psionically project emotions into others. Currently he is limited to just fear, as that is the emotion he most often has experienced in the past. When threatened, Caliban projects fear at a target with the effect that his target must succeed in a Psyche FEAT roll or run away in terror. He uses this fear projection at an Incredible rank.

CONTACTS: Caliban has lost his heart to Kitty Pryde. He even kidnapped her once, so they could be married, but upon realizing her unhappiness, decided that she should return to the surface world while he lived below. She is now a friend of his and should be considered a reliable contact for him.

RUNNING CALIBAN: Caliban is a chalk-white,

bald, and lanky mutant with large, pale yellow eyes. He is a sensitive soul that would love to live in the normal world, but knows he frightens people. He often will go to the surface at night and just walk the streets, dressed in a long coat and large, floppy hat.

CALLISTO

(real name unrevealed)
Mutant renegade

F	40	In	Health = 90
A	20	Ex	
S	10	Gd	Karma = 60
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	40	In	
P	10	Gd	Popularity = -10

KNOWN POWERS:

Heightened Senses: All of Callisto's senses operate at the Incredible level. She can see in the dark, utilizing extremely dim light to find her way. She can use her senses to track a character through alleys and streets, just like a bloodhound. Her sense of taste is so sensitive that she can detect poison in solid, liquid, or gas before it has a chance to do any harm. Her hearing and touch (feeling vibrations in the floor) are so acute that she is impossible to surprise when she operates alone.

TALENTS: Callisto's knowledge of the underground tunnel system is Monstrous. Her years of fighting are reflected in her ability scores, except for knife fighting. When she fights with a knife she has a +1 CS modifier. She also has Remarkable Agility with a slingshot, which she always carries (range 2 areas, 5 points damage, check for stun).

CONTACTS: Callisto has an uneasy truce with Storm, whom she plans on challenging for leadership of the Morlocks once Storm's powers return. She has saved the life of Professor Xavier also.

RUNNING CALLISTO: Callisto is the former leader of the Morlocks, having earned that position by means of her superior fighting skill and tracking ability. She was once a beautiful woman, but how she lost her eye and had her face scarred is as unknown as the rest of her past. She founded the Morlocks and is fiercely protective of them, though she can be a harsh mistress toward those who would break her rules. She is crude, feisty, and has a constant chip on her shoulder, but is streetwise and honorable in her own fashion. She would rather live apart from human society than have to answer for being a mutant. And she has good taste in men...having once kidnapped Angel so he would be her mate.

ERG

(real name unrevealed)
Mutant renegade

F	6	Ty	Health = 38
A	6	Ty	
S	6	Ty	Karma = 14
E	20	Ex	
R	6	Ty	Resources = Fb (2)
I	4	Pr	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Energy Absorption: Erg can absorb energy directed at him, or in the area he is occupying, like a sponge. He does this automatically with energy which has a power ranked Excellent or below. An energy level of Remarkable requires him to make a green FEAT roll, Incredible requires a yellow roll, Amazing requires a red roll. Erg can also attempt to absorb Monstrous energy with a red FEAT roll, but whereas failure for the Amazing levels and less simply meant the energy was not absorbed, a failure when trying to absorb Monstrous levels of energy results in his being stunned for 1-100 hours. Any energy that he absorbs is sucked up and harmlessly dissipated instantly.

Electric Eye: After he has absorbed energy with the above power, Erg can release it through his eyeless socket without having to even raise the patch. The energy released is at a rank one less than was absorbed by Erg, up to Amazing strength. The energy is released as an electrical bolt and has a range equivalent to the power rank level.

CONTACTS: None.

RUNNING ERG: Erg is not a bad sort, and does not brag overly much about his power. He is human looking and wears an eyepatch over his right eye. He is indispensable when fighting some super-powered characters, but operates better when he is accompanied by other Morlocks. His personality is upbeat, supportive of his fellow Morlocks, and very energetic.

HEALER

(real name unrevealed)
Mutant renegade

F	4	Pr	Health = 26
A	6	Ty	
S	6	Ty	Karma = 70
E	10	Gd	
R	10	Gd	Resources = Fb (2)
I	20	Ex	
P	40	In	Popularity = 4

KNOWN POWERS:

Healing: Healer can heal 100 points of Health in a single round without ill effect to himself. His touch can prevent a dying character from death, though if Endurance levels are lost they must be regained in the normal manner. He must make an Endurance FEAT roll after each

healing. If he fails, he will be unable to perform further healing for 1-10 days. He cannot affect victims of the Morlock called Plague or others hurt by disease. Whether his powers can work on lethal doses of radiation is unknown.

CONTACTS: Healer has saved Colossus from death after he was frozen to sub-zero temperatures, Danielle Moonstar after she was badly mauled by a demon-bear, and Professor X after he was nearly beaten to death.

RUNNING HEALER: Healer looks like an ancient human wizard, complete with long robe and skull cap. He is the most civil of Morlocks and seems content to heal those who need his help. Needless to say, he is the most loved Morlock in the community, as he keeps them healthy.

LEECH

(real name unrevealed)
Mutant renegade

F	2	Fb	Health = 30
A	4	Pr	
S	4	Pr	Karma = 12
E	20	Ex	
R	4	Pr	Resources = Fb (2)
I	4	Pr	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Power Leech: Leech can prevent the use of all natural super powers (whether due to mutations or not) within 1 area of his location. This occurs automatically at the Class 1000 rank of ability. Technological powers, talents, natural skills, and powers above Class 1000 are not affected. For example, Wolverine's tracking ability would be diminished to normal levels, but his claws would not. Dampened powers are returned to normal once the character is more than 2 areas away from Leech.

TALENTS: None.

CONTACTS: None.

RUNNING LEECH: Leech is the loneliest of Morlocks. He is a young humanoid mutant with a large head, short stature, tentacled arms, and pale green skin. His power makes him an outcast even among the Morlocks, as no one wants their mutant powers (the only source of pride they have) diminished. Many (even Annalee who wanted someone to love) consider him too ugly to be around; for the longest time his only friend was a little kitten he had found. He is, however, an excellent character to have around for defense and has lately been adopted by Beautiful Dreamer.

MASQUE

(real name unrevealed)
Mutant renegade

F	4	Pr	Health = 50
A	10	Gd	
S	6	Ty	Karma = 22
E	30	Rm	
R	6	Ty	Resources = Fb (2)
I	6	Ty	
P	10	Gd	Popularity = -5

KNOWN POWERS:

Metamorph Others: Masque is able to change the appearance of other humans or humanoid creatures by his mere touch. He must lay his hand on a victim to change its flesh, and does so with Monstrous ability. He cannot change himself. If given enough time (and a picture), Masque can recreate almost any character's likeness by resculpting a person's face. The instant his hand touches flesh, it is like taffy to his manipulations. While the touch itself and the changing does not affect his victim's Health, he can completely blank out the mouth, ears, nose, eyes, or whole head—blinding or suffocating the person in the process. He has not yet used this power to kill, but that is usually because he was forced to return the character to his original state a round or two after blanking it out.

TALENTS: None.

CONTACTS: None.

RUNNING MASQUE: Masque is a hideous humanoid who always wears hooded robes. Since he cannot alter his own face, he chooses to make everyone else as ugly as he is. His role in Morlock society is to alter the appearance of new recruits so that they are twisted and ugly by surface standards, thus assuring that they will remain with the Morlocks. Masque is a cruel, sadistic, and extremely bitter character, and obeys Callisto completely.

PIPER

(real name unrevealed)
Mutant renegade

F	10	Gd	Health = 42
A	6	Ty	
S	6	Ty	Karma = 14
E	20	Ex	
R	4	Pr	Resources = Fb (2)
I	6	Ty	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Sonic Manipulation: Piper can manipulate the sonic waves of a flute or pipe with Amazing ability. He can use these controlled sound waves to compel certain animals to do his bidding. The animals he most often uses are those living in the sewers, including alligators, snakes, rats, and bats. The lesser animals, such as rats and bats, he can summon by the

dozens and have them swarm over characters, cutting the character's movement rate (and vision with bats) in half and causing Poor damage to the characters every round (each bat and rat has Feeble Health). Snakes (with Poor Health) can bite causing Typical damage, with a 10% chance that they are poisonous (Typical potency). Alligators (with Remarkable Health) move 1 area per round on land and 3 areas per round in the water and they have Excellent bites. If Piper has no pipe or flute music playing, his power does not work.

TALENTS: None.

CONTACTS: None.

RUNNING PIPER: Piper is a pleasant sort of chap who looks quite normal. He resembles a Scotsman and is usually playing a pipe or flute. He controls many of the creatures that occupy the tunnels leading into the Morlock Alley, so he is unofficially in charge of those tunnels' defense.

PLAGUE

(real name unrevealed)
Mutant renegade

F	4	Pr	Health = 46
A	6	Ty	
S	6	Ty	Karma = 20
E	30	Rm	
R	4	Pr	Resources = Fb (2)
I	6	Ty	
P	10	Gd	Popularity = -10

KNOWN POWERS:

Disease: Plague has the power to carry disease within herself and pass it on to others. Plague, herself, is immune to all diseases. She attacks on the Edged Attack column. A yellow or better result means that Plague has scratched and infected her target. She cannot scratch a character whose skin is Good or better body armor, but can infect him if he has been successfully hit by an Edged Attack within the past 48 hours (or otherwise has an open wound).

Infection usually results in an immediate -3 CS reduction in all abilities, with an equivalent drop in Health. If any ability rank drops to 0, the character falls unconscious. After the reduction takes effect, the victim must make an Endurance FEAT roll using his lowered level of Endurance (characters whose powers include healing or a high resistance to diseases receive a +2 CS to their Endurance for this roll). Success indicates the process has been halted by the body's natural healing process; otherwise, the character loses one rank off all abilities per day. When all abilities fall to 0, the character goes into a coma. Comatose characters can still make Endurance FEAT rolls, but failure indicates death. Medical help can stabilize a comatose character, and Karma may be added to prevent death. Full hospitalization can reverse these effects. It is not known whether Plague can halt the progress of the disease once a victim has been infected.

TALENTS: None.

CONTACTS: None.

RUNNING PLAGUE: Plague resembles an old, weather-beaten bag lady. While she is not villainous in nature, she is one of the most feared and disliked Morlocks in the community, as her touch can easily mean death. The only time she usually uses her power is in self-defense, to repel an invader in the tunnels, or at the behest of the Morlock leader.

SUNDER

(real name unrevealed)
Mutant renegade

F	30	Rm	Health = 165
A	10	Gd	
S	75	Mn	Karma = 12
E	50	Am	
R	4	Pr	Resources = Fb (2)
I	4	Pr	
P	4	Pr	Popularity = -10

KNOWN POWERS:

Body Armor: Sunder has Excellent body armor vs. physical or energy attacks.

TALENTS: None.

CONTACTS: Sunder acts as Callisto's bodyguard and enforcer.

RUNNING SUNDER: Sunder is a loud and a bully who acts immediately on Callisto's commands. He is the most physically powerful Morlock and disliked by many others because of it. He frequently goes to the surface world on errands for Callisto. He once kidnapped Angel for her.

TAR BABY

(real name unrevealed)
Mutant renegade

F	10	Gd	Health = 46
A	6	Ty	
S	10	Gd	Karma = 12
E	20	Ex	
R	4	Pr	Resources = Fb (2)
I	4	Pr	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Sticky Secretion: Tar Baby can secrete a coal-black substance all over his skin that is extremely sticky. Whatever or whoever

touches him or is grabbed by Tar Baby is stuck fast in that same round. Thereafter, the victim has a chance to break free; the strength of the substance is Amazing. Even if the character breaks free, chances are that parts of his costume and any items that may have touched Tar Baby are still stuck onto him. Tar Baby can neutralize the sticky substance at will. It is feasible that, given three rounds of preparation, Tar Baby can secrete enough sticky stuff to form a small ball and throw it. This would act as an incredible strength adhesive and could not be neutralized by Tar Baby unless he touched it.

TALENTS: None.

CONTACTS: None.

RUNNING TAR BABY: Very little is known about Tar Baby except for his description. He is a tall humanoid with strangely textured skin and hair like a fright wig. When he secretes his sticky liquid, he appears as though he is made out of tar.

FURTHER MORLOCKS

The characters described above are the important members of Morlock society who have been revealed so far. Most of the rest of the Morlocks have passive mutations, harmful mutations, or mutations that only affect certain abilities or powers.

Typical statistics for other Morlocks are presented below for use in crowded battles or as guidelines for the creation of new Morlocks. These statistics can be modified by rolling percentile dice and referring to the three columns after the ability to see if the result falls anywhere in them. There are three columns after the normal statistic: below, above, and way above. Below average means that the statistic should be one or two ranks below what is listed as average (there is a 50% chance of either). Above average indicates that the ability is one rank higher than the average listed. Way above average indicates that the ability is at least two ranks above average and possibly more (not to exceed Monstrous rank). Variable indicates that variable abilities (Health and Karma) depend on the randomly rolled abilities above them.

ABILITY	AVERAGE	BELOW -1 CS	ABOVE +1 CS	WAY ABOVE +2 CS
Fighting	Gd	(1-5)	(92-98)	(99-00)
Agility	Ty	(1-3)	(96-99)	(00)
Strength	Pr	(1-3)	(90-97)	(98-00)
Endurance	Ex	(1-5)	(92-98)	(99-00)
Reason	Pr	(1-5)	(92-98)	(99-00)
Intuition	Gd	(1-3)	(90-97)	(98-00)
Psyche	Pr	(1-5)	(92-98)	(99-00)
Health	40 (V)			
Karma	18 (V)			
Resources	Feeble			
Popularity	0			

Special Powers: 10% chance, roll on Table 28 for type, Table 25 for effectiveness (on pages 37 and 38 of the Campaign Book).

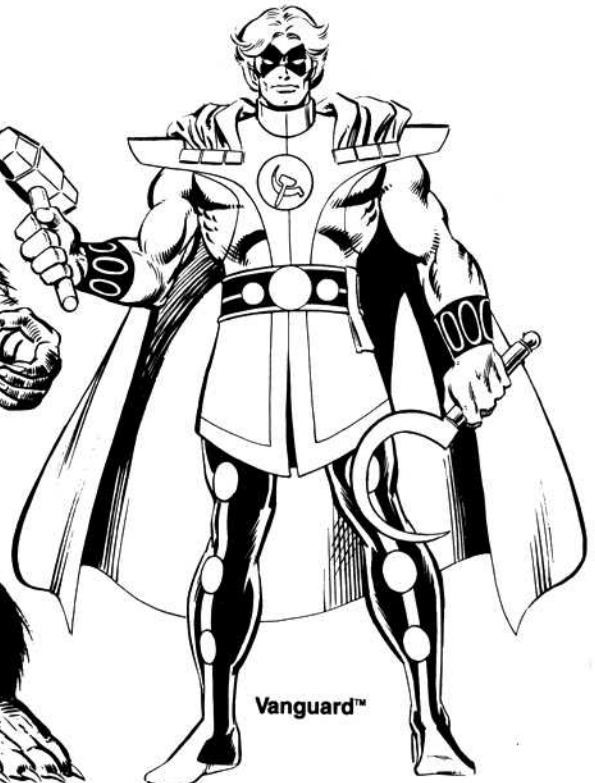
Soviet Super Soldiers



Darkstar™



Ursa Major™



Vanguard™

The Soviet Super-Soldiers is a team of super-powered heroes, primarily mutants, currently operating inside Russia. Until the last few decades, official policy on mutants in the Soviet Union had been immediate euthanasia for any child showing mutant powers. This policy was altered when Soviet officials, showing concern over the growing numbers of American mutants, decided to establish a Soviet Super-Soldier School for mutants that would mold them into useful tools for the Soviet government. But, as it turned out, the school was used for the personal ends of its director who was siphoning off the children's energies for himself. Eventually this was exposed and the school shut down, only three students survived: Darkstar, her brother Vanguard, and their friend Ursa Major.

These three followed various paths in serving their government over the next few years, but they eventually were reunited and along with the Crimson Dynamo, formed the Soviet Super-Soldier team. When they discovered that they were being lied to by their government and that the Crimson Dynamo was a KGB plant, the three heroes dissolved their ties with Moscow (kicking the Crimson Dynamo off the team).

Operating as free agents within the Soviet state, they were soon joined by Gremlin, who had learned that the government was responsible for his father's death and had now turned against it. Though they operate apart from the government, the Soviet

Super-Soldiers act for the good of their people, protecting their nation from internal and external threats in much the same way as the American Avengers and Canadian Alpha Flight protect their countries.

Contacts: The Soviet Super-Soldiers still have contacts within the Soviet government and armed forces, but these contacts are covert and not highly placed.

Items and Locale: The exact location of the headquarters of the Soviet Super-Soldiers is unknown, but it is somewhere in Khystym, the so-called "Dead Zone" in Soviet territory where nuclear testing has laid waste to the earth. The installation is an old Dire Wraith secret scientific base. Any items they may have in addition to what is listed below is unknown, though it would be reasonable to assume that they have some sort of flying vehicle and have various types of weapons and hi-tech gadgets available to them.

DARKSTAR

Laynia Petrovna
Mutant hero

F	10	Gd	Health = 90
A	20	Ex	
S	10	Gd	Karma = 70
E	50	Am	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	40	In	Popularity = 5 (50 in the Soviet Union)

KNOWN POWERS:

Darkforce Manipulation: Laynia has the ability to wield a form of extradimensional energy known as the Darkforce. The Darkforce is a black energy-matter unlike any other. Darkstar can form simple Darkforce shapes such as pincers, spheres, columns, and rings by mental commands. She can affect up to 2 areas at any time, and increase the density of the Darkforce to Amazing Material Strength. If using Darkforce material as a weapon, she can fire it as a beam causing up to Incredible damage with a range of 2 areas. The Darkforce can be used to support structures as if it were Incredible strength material. If Darkstar is rendered unconscious, her Darkforce constructs will disappear.

Teleportation: Darkstar can enter the dimension of the Darkforce and use it to teleport across small distances (12 areas maximum) with Remarkable accuracy. She may take up to three individuals with her on a teleport. Anyone using this form of teleportation may not perform any other action during the round when teleportation occurs, as transit in this fashion is highly disorienting (even for Darkstar herself). It takes Darkstar an entire round to open a portal to the Darkforce Dimension that she uses to teleport.

FLight: Darkstar can also manipulate the Darkforce to partially neutralize the effects of gravity, allowing her Good Air Speed.

TALENTS: Darkstar speaks English as well as her native Russian.

CONTACTS: Though she no longer works for the Soviet government she may have contacts in it.

RUNNING DARKSTAR: Tyomni Zvezda, as her code-name is known in Russia, is an international hero who hates evil and will fight it wherever she finds it. Darkstar is one of twin mutant children born to the Soviet nuclear physicist Sergei Krylov (the other child being Vanguard). She was taken as a child by the KGB to a special school for Soviet mutants and later accompanied the Crimson Dynamo on a mission to America. She stayed in America for some time after the mission was aborted and joined the super-powered team known as the Champions of Los Angeles. When that team folded she returned to her homeland. She is extremely close to her fellow Super Soldiers, has a great love of Russia, and will do whatever she feels is necessary for the good of the Motherland. She is even-tempered, a good partner, and dedicated to her task of cleansing Russia of evil.

GREMLIN

(real name unrevealed)
Mutant hero

F	6	Ty	Health = 50
A	10	Gd	
S	4	Pr	Karma = 80
E	30	Rm	
R	40	In	Resources = Gd (10)
I	10	Gd	
P	30	Rm	Popularity = 5

KNOWN POWERS: None

TALENTS: Gremlin is a brilliant scientist who has a superior intellect and a natural ability towards invention. Gremlin has the Engineering talent, is well versed in electronics, physics, and the design and construction of battle armor, strength-magnifying exoskeletons, and computer technology.

CONTACTS: Gremlin may still retain some contacts with Soviet intelligencia and the scientific community, but he is officially an enemy of the state.

RUNNING GREMLIN: Gremlin was the son of a famous Soviet scientist called the Gargoyle who was forced to experiment with, and was killed by, gamma rays. Most of Gremlin's career was spent working for the Soviet government in various research projects (he designed the armor and devices for the Soviet Super-Troopers and once captured the Hulk for his superiors), until he discovered that his father's death was a direct result of the heartless scientific practices of the Soviet government. Though Gremlin is not a mutant, he is a dwarf with grossly distorted features. Because of this he is a loner and quite

insecure. His hatred for the Soviet government sets him apart from his fellow Soviet Super-Soldiers, isolating him even more. Gremlin's part in the team is primarily a supporting one; he does not go out and fight as much as invent, maintain, and repair the team's equipment.

URSA MAJOR

Mikhail (Urlovitch) Ursus
Mutant hero

HUMAN FORM

F	10	Gd	Health = 70
A	20	Ex	
S	10	Gd	Karma = 36
E	30	Rm	
R	6	Ty	Resources = Gd (10)
I	10	Gd	
P	20	Ex	Popularity = 10 (60 in the Soviet Union)

BEAR FORM

F	30	Rm	Health = 130
A	20	Ex	
S	40	In	Karma = 36
E	40	In	
R	6	Ty	Resources = None
I	10	Gd	
P	20	Ex	Popularity = 10 (60 in the Soviet Union)

KNOWN POWERS:

Metamorph: Mikhail is a metamorph who can transform himself at will into a large brown bear. In his bear form, Ursa has different abilities, Good body armor, Excellent claws allowing him an Edged Attack, a Good bite attack as an Edged Attack, and Good Land Speed movement. Even in bear form Ursa maintains his human intelligence and speech faculties. Any damage inflicted to Mikhail in bear form first comes from the additional 60 points difference in Health between human and bear forms, then from Mikhail's original health.

TALENTS: Ursa Major can speak English as well as his native Russian.

CONTACTS: Mikhail may still have some contacts with the Soviet army.

RUNNING URSA MAJOR: Very little is known of Ursa Major's past. He was born in the Soviet Union and was taken as a child by the KGB to a special school for Soviet mutants, where he first met Darkstar and Vanguard. He later entered the Soviet army with Vanguard. Ursa Major has the temperament of a bear: gruff, ornery, and always ready to fight. He seems to love being in either form, human or bear, and often likes to wander the huge undeveloped tracks of Russian wilderness, living off the land.

VANGUARD

Nicolai Krylenko
Mutant hero

F	20	Ex	Health = 100
A	20	Ex	
S	20	Ex	Karma = 30
E	40	In	
R	10	Gd	Resource = Gd (10)
I	10	Gd	
P	10	Gd	Popularity = 5 (65 in the Soviet Union)

KNOWN POWERS:

Force Field: Vanguard has the ability to repel any form of energy or physical attack. He does so naturally at the Amazing rank, ignoring all damage for that rank and lower ones. If concentrating on his hammer and sickle (see Weapons below), Vanguard can defend himself against all attacks of up to Monstrous rank. All reflected attacks return to the attacker, inflicting damage equal to the original intended damage rank - 1 CS. For example, an attacker using an Incredible rank laser will suffer Remarkable damage from the successfully reflected attack. Such reflected attacks normally hit on the Good column, unless reflected through Vanguard's hammer and sickle, in which case they hit on the Remarkable attack column.

Weapons: Vanguard carries a hammer and sickle, symbols of his government, to focus his reflective powers. In addition, he may attack with the hammer and sickle at the Remarkable Fighting rank, inflicting Remarkable blunt attack damage with the hammer and Remarkable edged attack damage with the sickle. Finally, Vanguard's hammer contains sophisticated electronic guidance systems within it that allow him to throw it up to 3 areas and have it return to his hand the next round. When he throws his hammer he uses his Agility for a throwing blunt weapon FEAT roll, to catch it he again uses his Agility for a catching FEAT roll.

TALENTS: Vanguard speaks English, as well as his native Russian.

CONTACTS: Vanguard may also retain some contacts with the Soviet army.

RUNNING VANGUARD: Vanguard is one of twin mutant children born to the Soviet nuclear physicist Sergei Krylov (the other child being Darkstar). He was taken as a child by the KGB to a special school for Soviet mutants and later entered the Soviet army. Vanguard is a typical noble hero who is best described as a Russian Captain America. He loves and feels fatherly towards the other Super-Soldiers, especially his sister Darkstar. He is a proud man, but neither haughty nor self-deceptive.

Gladiators



Ivich™



Max Rocker™



Horns™

The Gladiators was an organization of mercenaries or kidnapped victims who were primarily mutants (though some human support guards may also have been used). They fought in an arena for the pleasure of the bored rich and depraved. The fights, reminiscent of ancient gladiatorial games, were often to the death. This organization was originally created by the human Hugo Longridge, a gangster who touted it as "underground theatre." He told many of the participants and the audience that it was all a show, but the combat and death was often real. Hugo was destroyed by Alexander Flynn, a mutant who claimed to be the son of Doctor Doom. He expanded the violent nature of the operation, but was closed down by Dazzler and friends before he really got going.

Later, Flynn reorganized and began the underground combat again, this time fronting the operation for the possessed Karma. This was during the period of time that Karma was possessed by the astral form of Amahl Farouk.

Farouk and Flynn used drugs on the Gladiators to lower their inhibitions, intensify their violent natures, and keep them under control when they were not "performing." In game terms, these drugs add a +1 CS to a character's Fighting ability for 3 hours (not to exceed Monstrous), lower their Reason -2 CS for 3 hours (not to descend below Feeble), and override any personality inhibitions the characters may have about attacking anyone

specific or killing. But it was the exhilaration of the combat and the audience applause itself that most of the Gladiators became addicted to. That was certainly Dazzler's case, when she returned to help the New Mutants, Shadowcat, and Rachel Summers recapture Sunspot and Magma from Karma's clutches. Many of the Gladiators were captured or killed in the ensuing battle, and in the end they were shut down by the heroic mutants. Some Gladiators survived and will undoubtedly help reform the Gladiators some day.

There are two types of Gladiators, the top fighters and the average fighter. For the sake of simplicity, use the following abilities for these members of the Gladiators:

TOP FIGHTERS

F	20	Ex	Health = 90
A	20	Ex	
S	20	Ex	Karma = 34
E	30	Re	
R	4	Po	Resources = Po (4)
I	20	Ex	
P	10	Go	Popularity = -5 to +5

AVERAGE FIGHTERS

F	20	Ex	Health = 60
A	10	Gd	
S	10	Gd	Karma = 16
E	20	Ex	
R	4	Pr	Resources: Fb (2)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Each character will possess some type of power, whether mutant, naturally, or artificially enhanced, or accidentally acquired (exposure to chemicals, radiation, etc.). These powers will always have some advantage for a Gladiator, whether it is simply a heightened ability, an unnaturally high skill with a weapon, psionic powers that give the character an advantage over his opponents, or an unusual physical power (like shape-shifting) that would be considered a real "crowd-pleaser." The following Gladiator mutants, friends of Dazzler, are good examples of top notch Gladiators:

AXE: Axe resembles a seven-foot tall, muscular black man with a mohawk haircut. His mutant power is unknown (if he is a mutant), but his skill with the huge axe he wields is apparent. The axe causes Good damage and Axe has a +2 CS when using it. He has the Thrown Weapons talent with his axe, too.

HORNS: Horns is a magenta colored humanoid that looks demonic, he has a single long horn coming out from his forehead. The horn he wields like a sword with Incredible talent. Horns has Remarkable Strength and Endurance, is a loner, and likes to kill.

IVICH: Ivich is a green female mutant who has been portrayed as looking very beautiful one time and looking like a female Frankenstein

another. Possibly she took to wearing makeup as a crowd pleaser. She has Incredible Agility and Remarkable Fighting abilities, and has a +2 CS when using a sword.

LEXI: Lexi is a purple humanoid with large bat wings. He can fly 5 areas per round, perform a flying Charge if doing nothing else that round, and has a triple prehensile tail that he can use like three additional hands with Good Agility and Strength. He can use the tail to wield large weapons or three small weapons, but then must suffer a -1 CS for any FEAT required for combat.

MAX ROCKER: Max is a bipedal humanoid mutant that has many horse traits, including a tail, a horse/human face, and hooves instead of feet. His Strength and Fighting abilities are Remarkable. Max can stomp an opponent who is down on the ground with his hooves, causing Excellent damage. He also has a power stunt whereby he falls forward on his hands and kicks back with his feet at anyone standing in the same area as he is, much like a donkey.

ALEXANDER FLYNN

Mutant villain

F	10	Gd	Health = 42
A	6	Ty	
S	6	Ty	Karma = 34
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	4	Pr	
P	20	Ex	Popularity = 0

KNOWN POWERS:

Emotion Control: Flynn can psionically alter a character's affection for him if the character meets his gaze. He does this with Remarkable ability on men and Amazing ability on women, but the target is allowed a Psyche FEAT roll to resist the affection. This affection can range from liking him to loving him. In any event, if the roll is failed, the target will agree with Flynn on most courses of action. Flynn can affect any number of individuals within 2 areas who meet his gaze, though they all roll separately. If Flynn is stunned, defeated, or rendered unconscious, the effect is broken, otherwise his targets will act according to his wishes for 36 hours.

TALENTS: Flynn has a +2 CS to any FEAT roll required for promoting or selling an event.

CONTACTS: Flynn has contacts with the American west coast crime organizations and mutant organizations. He also has personal contacts with many of the Gladiators.

RUNNING FLYNN: Alexander Flynn is a con-man who dreams of making it big and having a lot of power. There is very little he will not do to achieve this desire. He has tried to pass himself off as the son of Doctor Doom, and had plans to form a mutant army to invade Latveria and usurp Doom. Flynn has sent

many mutants into the Gladiator arena to die without flinching. He generally keeps his plans to himself.

Heartbreak Hotel

Many mutants orbit the tight knit cluster of Gladiators without being fighters themselves. Most of these know the Gladiators because many of them live at Heartbreak Hotel, an old, secluded hotel overlooking the pacific. The Heartbreak Hotel almost exclusively caters to mutant misfits and runaways, such as Lucy, a young girl whose only mutant power is altering the pigmentation in botanical life forms. The hotel is run by Katherine, who admits to being a mutant of indeterminate power. Two mutants who live at the hotel stand out because they helped Dazzler (who lived in the hotel during her Gladiator days) and Beast bust up the original Gladiator operation. Nothing is known of their past or contacts other than those at the Heartbreak Hotel.

LINK

(real name unrevealed)
Mutant renegade

F	6	Ty	Health = 42
A	20	Ex	
S	6	Ty	Karma = 32
E	10	Gd	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	20	Ex	Popularity = 0

KNOWN POWERS:

Telekinesis: Link is a young man who usually wears mime makeup (possibly that is his pigmentation). He has Remarkable control over his telekinesis and can move up to 200 pounds as far away as 4 areas. He often uses this telekinesis with his juggling talent. Link can also unleash telekinetic blasts that cause Remarkable damage up to 2 areas away.

TALENTS: Link is an Incredible juggler, and also has the Acrobatics talent.

CONTACTS: Link has contacts with everyone at Heartbreak Hotel.

RUNNING LINK: Link is very outgoing and upbeat. He likes the clown face/sensitive inner man image and tries to keep everyone happy while worrying about life himself. He is a close friend of Poltergeist.

POLTERGEIST

Mickey (last name unrevealed)
Mutant renegade

F	4	Pr	Health = 24
A	6	Ty	
S	4	Ty	Karma = 46
E	10	Gd	
R	6	Ty	Resources = Fb (2)
I	10	Gd	
P	30	Rm	Popularity = 0

KNOWN POWERS:

Poltergeist: The origin of Mickey's power is unknown. It seems to be uncontrolled telekinesis, but he claims it is a living spiritual entity like a poltergeist. Whenever Mickey gets upset, Remarkable power is unleashed in a 2-area range that manifests itself similar to Earth tremors; things topple, people have a hard time standing, structures begin to collapse, etc. For game's sake, this power is triggered only by high stress situations, emotional upheavals, combat, etc. Everyone in a 2 area range of Poltergeist must make an Agility FEAT roll or fall to the ground. If Mickey continues to be upset the next round, any individuals on the ground must make a red Agility FEAT roll to regain their footing or move on land more than one-half area per round. This will continue until Mickey calms down or is rendered unconscious. Anything that is in the area affected and is less than Good Material Strength and not secured, will be smashed. It is possible for Mickey's poltergeist power to go over Remarkable level strength if he is in a life threatening situation.

TALENTS: None.

CONTACTS: Everyone at Heartbreak Hotel.

RUNNING POLTERGEIST: Mickey is a human looking young man with silver hair. He ran away from his orphanage and has been doing odd jobs around the Heartbreak Hotel to pay his way. He is painfully shy and hardly says anything. His best friend is Link.

Alliance of Evil



Timeshadow™



Frenzy™



Apocalypse™



Tower™



Stinger™

The origins of the Alliance of Evil are still unknown. The original team was headed by Apocalypse and included Frenzy, Mike Nowlan (against his will), Timeshadow, Tower, and Stinger. It is believed that the Alliance was formed by Apocalypse as a spearhead for an all mutant paramilitary organization that he would use to conquer the world. From the start, the Alliance's main foes were X-Factor, which is only logical as the two are constantly on the lookout for young and promising mutants. Any details about the exact location and contacts of the Alliance have not been revealed.

All members of the Alliance of Evil are kept under control by the master, Apocalypse. At one time he used their addiction to what they called "the source," which was Mike Nowlan's mutant power. Since Nowlan's demise Apocalypse has kept them in check by his own personality and power.

APOCALYPSE

(real name unrevealed)
Mutant villain

F	20	Ex	Health = 160
A	10	Gd	
S	30	Rm	Karma = 50
E	100	Un	
R	30	Rm	Resources = In (40)
I	10	Gd	
P	10	Gd	Popularity = -5

KNOWN POWERS:

Molecular Rearrangement: Apocalypse has Monstrous control over every molecule of his body. He can re-arrange and re-structure it as he desires. This allows him to appear like anyone he desires, even to the point of being able to increase or decrease his height. He can stretch his body, somewhat like Mr. Fantastic. He can expand, contract, or deform his body at will. He can stretch up to 3 areas

away and maintain his full dexterity. He can stretch beyond that to 4 or 5 areas, but must make an Endurance FEAT roll to do so. By flailing out his body in different directions Apocalypse can attack up to four opponents at one time who are not standing adjacent, but are in his range. This power also gives him the equivalent of the Wrestling talent.

Apocalypse's molecular rearrangement power allows him to constantly renew his cells, thus he never ages. This is identical to the Immortality power.

Apocalypse has another added benefit from being able to rearrange his molecular structure. His body does not sustain physical and energy damage like molecularly stable bodies. Any physical or energy attack directed at Apocalypse must be considered -2 CS in rank for the purpose of damage, stunning, etc.

TALENTS: Apocalypse has the Engineering talent, and has Amazing reason in the fields of hi-tech device creation and repairs. He also has the Leadership talent because of his exceptional will.

CONTACTS: Unrevealed.

RUNNING APOCALYPSE: Almost nothing is known of Apocalypse's past. He has stated that he is centuries old and, with his power, there is no reason to doubt it. From living all these centuries, Apocalypse has formed a bitter philosophy concerning life and survival. He is the ultimate survivalist and believes that mankind should be enslaved by mutantkind. Furthermore, he feels that there is no room for weak or feint-hearted mutants and believes that they, too, should be enslaved or destroyed. This attitude is carried over to his fellow members of the Alliance of Evil. His leadership is unquestioned, as is his cruelty and determination to rule the world.

FRENZY

(real name unrevealed)
Mutant villain

F	30	Rm	Health = 140
A	10	Gd	
S	50	Am	Karma = 30
E	50	Am	
R	10	Gd	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Body Armor: Though Frenzy's skin is normal looking, it provides Remarkable body armor against all physical and energy attacks, Incredible body armor against extreme heat and cold.

TALENTS: Frenzy knows martial arts Types B, C, and E.

CONTACTS: Unknown.

RUNNING FRENZY: Frenzy is an 8 foot tall, extremely well-developed black woman with silver streaks at the temples of her short, tightly-curled, black hair. From what is known of her so far, she seems to be an extraordinarily violent character, given to solving her problems with her fists. She is independent, and takes orders from no one but the Alliance master, Apocalypse.

NOWLAN, MICHAEL

Mutant victim (deceased)

F	4	Pr	Health = 20
A	4	Pr	
S	6	Ty	Karma = 58
E	6	Ty	
R	6	Ty	Resources = Fb (2)
I	2	Fb	
P	50	Am	Popularity = -5

KNOWN POWERS:

Enhancement: Mike had the ability to enhance other mutants' powers by a +2 CS, not to exceed Unearthly. This affected the powers themselves and not the character's abilities, unless an ability increase is part of their mutant powers (such as Colossus's Strength). Mike could enhance one or any number of mutants in the same area he was occupying, they could then leave the area enhanced and stay that way for 2 hours. This enhancement caused him great pain and exhausted him to the point of unconsciousness. Being "powered up" by Mike was a dangerous thing for mutants because it was addictive. If he did not continue to power characters who had used his power at least three times, they went through extremely bad withdrawal (-4 CS on all abilities and power FEATs for 1-10 weeks).

Michael could "switch on" other mutants within 3 areas of him and, if they had no previous experience with him, their powers instantly manifested themselves. It then took the mutant 2 rounds to gain control of his enhanced powers. During this time all FEATs were at maximum power and range and could not be controlled. When Mike was under the influence of drugs, his power was useless.

CONTACTS: Mike's ex-wife, Susan Nowlan, was one of the few normal contacts he had left. He was a drug addict and had criminal contacts for acquiring his drugs, she had kicked her habit and wanted nothing more to do with it. Still, she loved him and hated to see him destroy himself. There is also a mutant member of the Alliance who once tried to help him escape, but Mike did not know who that was. Mike met X-Factor, who wanted to help him, but Mike had to cooperate or Susan would have been killed by the Alliance.

RUNNING MIKE NOWLAN: Mike was not a willing member of the Alliance of Evil. He was a captive of theirs who they used as a battery to power themselves up. All manner of mutants, known and unknown, had been after Mike, as if he was a drug himself. Mike became an addict when he was serving in Vietnam. He kicked the habit once, but went back to it when he became hunted by other mutants because he was worthless to them when he was stoned. Mike was the key to Apocalypse's plan to crush the world of mankind with a race of super-mutants. But that plan went awry when Mike overpowered Alliance members so that they had no control of their powers and X-Factor could defeat them. That effort cost Mike his life, and earned him the respect of the X-Factor members.

TIMESHADOW

(real name unrevealed)
Mutant villain

F	10	Gd	Health = 50
A	10	Gd	
S	10	Gd	Karma = 26
E	20	Ex	
R	6	Ty	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Phase Forms: Timeshadow has the mutant ability to step in and out of time-synch several times per round. The effect this causes is to present multiple images of himself without actually being any one of them (something like a strobe light photograph). For game purposes, Timeshadow's power gives him the following abilities:

1. Anyone attacking Timeshadow with anything or using any power must make a red FEAT roll to hit him. Area effect attacks affect him as normal, unless he has moved out of the area affected.
2. Timeshadow is slightly faster in combat and is allowed multiple attacks on characters within 1 area.
3. Since Timeshadow has the habit of phasing in and out of time-synch, even when he is not in combat, he is extremely difficult to surprise. His Intuition ability rank rises to Amazing when he is time-synching.

TALENTS: None.

CONTACTS: Unknown.

RUNNING TIMESHADOW: Absolutely nothing is known about Timeshadow at this time, except that he seems to be the most self-controlled mutant in the Alliance of Evil and prefers not to use violence when trickery will suffice.

TOWER

(real name unrevealed)
Mutant villain

F	20	Ex	Health = 60
A	10	Gd	
S	10	Gd	Karma = 18
E	20	Ex	
R	6	Ty	Resources = Ty (6)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Growth: Tower can instantly increase the size of his body up to 12 feet. He can do this with Incredible skill in less than a round. Once he increases his height over 8 feet, his Strength increases to Remarkable, his skin becomes Remarkable body armor, he is +1 CS to hit and also to be hit, and he can move one additional area per round. If Tower has any limit on how long he can stay enlarged, it is not yet known.

Shrinking: Tower can also instantly decrease the size of his body down to 1/2 inch. He can do this with Incredible skill in less than a round. Once he shrinks down to under a foot, his Strength decreases to Typical and he can move no farther than 1 area per round, but any character trying to find him amongst clutter, outside foliage, etc., must make a yellow Intuition FEAT roll. Also, in his diminutive state, he has a +2 CS to hit normal-sized targets and anyone normal sized trying to strike him had a -2 CS to hit. If Tower has any limit on how long he can stay in his diminutive form, it is not yet known.

Power Stunt: Tower's control over his size change is so complete, that he can shift size twice in a round if he does not move more than 2 areas. If completely defending himself (as opposed to an all-out attack or moving his full range), he can use his shrinking powers to Dodge an attack, then return to his normal height after the attack has been attempted.

TALENTS: None.

CONTACTS: Unknown.

RUNNING TOWER: Little is known of Tower's past. He seems very mercenary in his activities, calling a halt to a fight if he feels he has not been paid enough to handle the opponents. His normal form is quite human looking and is average size. He tends to be a wise-cracker while fighting, like Spider-Man, but can become quite violent if provoked.

STINGER

(Real name unrevealed)
Mutant villain

F	6	Ty	Health = 26
A	6	Ty	
S	4	Pr	Karma = 16
E	10	Gd	
R	4	Pr	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

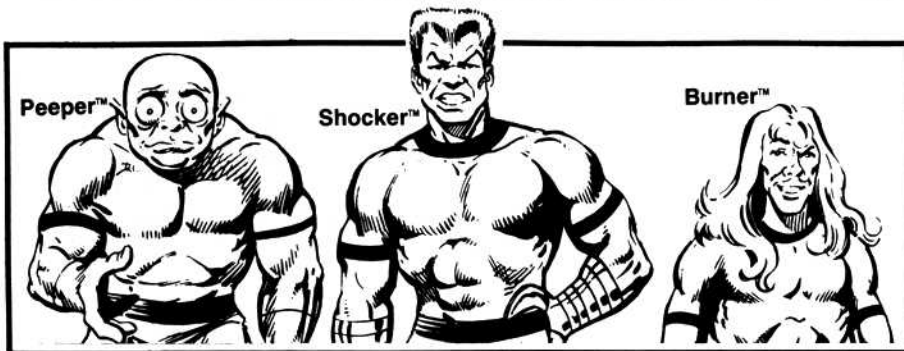
Electrical Bolts: Stinger can generate and release electrical bolts from her body. She usually aims them through her hands, causing Remarkable damage up to a range of 2 areas.

TALENTS: Unknown.

CONTACTS: Unknown.

RUNNING STINGER: Nothing is known about Stinger at this time, except that she is a young teenager that dresses and talks like a valley girl, and joined the Alliance for kicks. She is extremely irresponsible.

Mutant Force



The Mutant Force was yet another team of mutant villains founded by Magneto during his criminal career. Their original mission against Captain America ended in failure, and they were soon abandoned by Magneto thereafter. Mandrill then became their leader, using them to further his world conquering ambitions. It was during this time that the Mutant Force was captured by the old Defenders super heroes team. They opted to become a government-sponsored deterrent force for use against the Hulk instead of prison terms (establishing precedence for the later creation of Freedom Force). Their government employment was not long, however, and they eventually ended up working for a large criminal organization called the Secret Empire. They met, and were defeated, by the Defenders a number of times after that, finally ending up in SHIELD custody until the present.

All members of the Mutant Force have criminal records in the United States, have unknown citizenship, and have no known contacts other than each other. Nothing is known about their past or possible talents at this time. Running any of them is simple as they are all bullies, disliking mankind and enjoying the chance of using their powers to work against humans. The only possible exception to this is the weakest member, Peeper, who stays with the group because he has nowhere else to go, but who actually would rather not fight anyone.

BURNER

Byron Calley
Mutant villain

F	10	Gd	Health = 46
A	6	Ty	
S	10	Gd	Karma = 16
E	20	Ex	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	4	Pr	Popularity = 0

KNOWN POWERS:

Pyrokinesis: Burner can psionically ignite materials of Remarkable strength or less at a distance of up to 2 areas. He does this with Remarkable ability. The flames from his combustion cause Remarkable damage each round to anyone holding, wearing, or

extremely close to the material. Burner can also project flames from his hands up to 3 areas away with Remarkable ability. He is immune to his own heat and flames.

LIFTER

Ned Lathrop
Mutant villain

F	6	Ty	Health = 42
A	6	Ty	
S	10	Gd (30 Rm)	Karma = 14
E	20	Ex	
R	6	Ty	Resources = Pr (4)
I	4	Pr	
P	4	Pr	Popularity = -1

KNOWN POWERS:

Density Control: Ned can alter the density of his body. He does this at will with Incredible ability. When he increases his density he raises his Strength ability to that listed above in parentheses, turning his skin into Remarkable body armor. Ned can also affect objects by reducing the effect of gravity on them. He has Excellent ability doing this, effectively lowering an object's weight so low that anyone with Typical Strength can lift the object, no matter its size and Material Strength (which remains the same). Ned can affect any object up to the size of a van in this manner, but he must be within 1 area of it.

SHOCKER

Randall Darby
Mutant villain

F	20	Ex	Health = 42
A	6	Ty	
S	6	Ty	Karma = 14
E	10	Gd	
R	6	Ty	Resources = Pr (4)
I	4	Pr	
P	4	Pr	Popularity = -5

KNOWN POWERS:

Claws: Shocker has claw-like appendages instead of feet or hands. This reduces his movement rate to never more than 2 areas per round. His Agility in matters requiring manual dexterity is Poor. He can attack with his hand/claws as Excellent Edged Attacks.

Electrical Generation: Shocker generates bioelectricity of Remarkable intensity. He can

project it from his hand/claws up to 2 areas away as an attack or he can surround the area he occupies and all adjacent areas as an electrical defense field.

SLITHER

Aaron Salomon
Mutant villain

F	10	Gd	Health = 50
A	20	Ex	
S	10	Gd	Karma = 14
E	10	Gd	
R	6	Ty	Resources = Pr (4)
I	4	Pr	
P	4	Pr	Popularity = -8

KNOWN POWERS:

Reptilian Body: Slither resembles a snakish humanoid. He has arms and legs, but his long neck and head are very snake-like and he is covered with scales. This acts as Typical body armor against physical attacks. Slither's senses are also like a snake's, so he can "smell" with his tongue, providing him with a Good Tracking power. But Slither's most formidable adoption is his constrictor-like attack mode. He can twist his cartilaginous body around an opponent with devastating effect. His Strength for Grappling is considered Incredible. If he maintains even a partial hold on an opponent for more than 2 rounds, the victim must make an Endurance FEAT roll. If the character fails the roll, Slither has partially suffocated the victim, who goes unconscious for 3 + 1-10 rounds. This roll must be made every round until Slither's hold is completely broken or the victim falls unconscious.

PEEPER

Peter Quinn
Mutant villain

F	4	Pr	Health = 26
A	6	Ty	
S	6	Ty	Karma = 18
E	10	Gd	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Telescopic Vision: Peeper's eyes give him Remarkable eyesight. He can see clearly for miles and is an invaluable team member when it comes to reconnaissance or as a lookout.

Energy Beams: Peeper can fire Excellent intensity energy beams from his eyes with a range of up to 4 areas.

Miscellaneous Mutants



Black Tom™



Firestar™



el Aguila™

This section contains mutants that do not currently belong to teams primarily composed of mutants. Some of these characters belong to other super hero teams, some are retired, some are for hire as free lancers, others are trying to conceal the fact that they are mutants, and still others are dead, but they are all included here for your perusal.

AGUILA, EL (The Eagle)

Alejandro Montoya
Mutant renegade hero

F	20	Ex	Health = 70
A	20	Ex	
S	10	Gd	Karma = 22
E	20	Ex	
R	6	Ty	Resources = Rm (30)
I	10	Gd	
P	6	Ty	Popularity = 5

KNOWN POWERS:

Electric Shock: El Aguila can discharge electricity built up in his own body through a conductive medium. Since his power only works through a conductive metal, he carries a yard long, double-edged steel sword which he tells people houses a blaster (he does not

want them to know he is a mutant). Since Aguila possesses only so much electricity, his power must be handled in a unique manner. He starts an adventure out with 100 points of electrical damage. He release this energy in any amount he desires, up to Amazing level (but at the Amazing level he must make an Endurance FEAT roll or be stunned from the exertion for 1-10 rounds). He can only unleash his energy once a round. These attacks can be in any combination he wishes, such as three Remarkable attacks and a Good attack, as long as they do not exceed his total. After he has drained his initial 100 point energy supply, he regenerates his energy at a rate of 10 points every round. Therefore, if he retreated for three rounds after he was drained, he would have another Remarkable attack ready (so after 10 rounds of non-release he will be completely recharged). His energy will regenerate under any condition except while he is releasing it. He gains no 10 points any round he unleashes his blast. The electrical charge can be released by touching the target, as an Edged Attack, or fired through the air as an Energy attack with a range of up to 2 areas. His body generates

and stores this bioelectricity in his central nervous system, any excess produced is harmlessly released into the air.

TALENTS: Alejandro has the Weapon Specialist: Sword talent. He speaks fluent Spanish and English.

CONTACTS: El Aguila has Excellent contacts with the poor communities of New York City for purposes of gaining information about criminal activities in their neighborhoods.

RUNNING EL AGUILA: Little is known about Alejandro Montoya's past. He is wealthy, comes from Spain, and learned about his mutant powers when he was a teenager. He fancies himself a modern swashbuckler and preys upon low life criminals infesting the poor neighborhoods of New York: drug pushers, slumlords, and so on. The money he takes from these scum he redistributes to the poor. El Aguila's crime fighting methods have been outside the law, hence he is wanted by the police and has even had run-ins with super heroes like Power Man and Iron Fist.

AURORA

Jeanne-Marie Beaubier
Altered mutant hero

F	20	Ex	Health = 66
A	20	Ex	
S	6	Ty	Karma = 18
E	20	Ex	
R	4	Pr	Resources: Ty (6)
I	10	Gd	
P	4	Pr	Popularity = 6

KNOWN POWERS:

Flight: Aurora can channel the kinetic energy from the atomic motion in her body into one direction. She can fly at speeds of roughly Shift X Air Speed in clear terrain. This use of kinetic energy gives her Good body armor when she is in flight. Her flying power used to be much greater before certain experiments altered her. Aurora can also hover in the air by carefully controlled downward thrust. When carrying a passenger, she will not fly faster than 8 areas per round, so they can breathe.

Lightburst: Due to a molecular rearrangement experiment, Aurora can now perform her lightburst power by herself, whereas before she had to be in contact with her brother, Northstar, before a lightburst would come forth. By concentrating, Aurora can produce a burst of brilliant light which can blind watchers with Monstrous intensity up to 6 areas away. Now if Aurora and her brother touch, they both lose their powers for 1-10 rounds.

Non-Detection: Due to experiments Walter Langkowski ran on Aurora, she cannot now be detected by any mutant-detection devices, including Cerebro and the Sentinels. She registers as a human on all such devices.

Multiple Attacks: Aurora can strike multiple blows against the same target. This has the equivalent effect of one Incredible damage blow a round. Check for the chance of stun with any target of less than Incredible Endurance that suffers damage from this attack.

Costume: Aurora's costume is designed to withstand the wear and tear clothes endure when flying at sonic speeds. Her natural body armor protects her flesh and eyes from those same factors.

TALENTS: Jeanne-Marie is a grade school teacher and can support herself in that occupation. All of her personalities speak French and English fluently.

CONTACTS: Aurora is a member of the Canadian Alpha Flight super hero team and can count on them for support. She was also the girlfriend of the late Dr. Walter Langkowski of Alpha Flight (formerly Sasquatch, then Box) and is the sister of Northstar, though she shares no great love for him.

RUNNING AURORA: Jeanne-Marie is a classic paranoid—that is, she has two distinct

personalities within the same body. Aurora is the "super human," very sure of herself, dominant, powerful, sometimes wild. Jeanne-Marie is meek, shy, submissive, and denies her powers (the way her teachers wanted her to be at the orphanage where she grew up). Whenever Aurora loses more than half of her Health in damage, she must make a red Psyche FEAT roll. Failure indicates that Jeanne-Marie's persona becomes dominant. She will neither fight nor use her super powers for the remainder of the battle. Recently, a third personality has evolved, an Aurora character with Jeanne-Marie's sense of responsibility. It is not known whether this character will become dominant, become an equal with the others, or disappear completely from Aurora's psyche.

BLACK TOM

Thomas Samuel Eamon Cassidy
Mutant villain

F	20	Ex	Health = 80
A	10	Gd	
S	10	Gd	Karma = 40
E	40	In	
R	20	Ex	Resources = Rm (30)
I	10	Gd	
P	10	Gd	Popularity = -5

KNOWN POWERS:

Force Bolts: Black Tom's mutant ability allows him to project force bolts from his body. These do Remarkable intensity damage without a focus. Amazing intensity when using a shillelagh (a sort of Irish cane/bludgeon), as wood focuses his power.

Heat Bolts: Black Tom can also fire heat bolts at Remarkable intensity without a focus; amazing intensity when using a shillelagh. His Amazing heat bolts can melt steel alloys and granite.

Sonic Immunity: Black Tom is immune to both Banshee's and Siryn's sonic powers. He is probably immune to all forms of sonic attack.

Special Tricks: Black Tom and Juggernaut have one of the most efficient criminal partnerships. Usually Black Tom plots out their crimes and takes care of individual interference while Juggernaut handles the heavy competition or tasks (busting through walls, vaults, etc.). Because they work so well together, Black Tom and Juggernaut share an additional 100 point Karma pool when they perform one of their carefully plotted crimes.

TALENTS: Thomas speaks both Irish and English.

CONTACTS: Black Tom is the partner of Juggernaut (see the V.I.P. section).

RUNNING BLACK TOM: Tom is a compulsive thrill seeker, losing his estates and castle to his younger cousin Sean on the roll of the dice, becoming a soldier of fortune, and

eventually turning to crime for kicks. Though a blackguard, Tom Cassidy has a certain irrepressible, devil-may-care charm about him that endears him to those who are not familiar with his criminal activities.

Black Tom is the cousin, and longtime rival, of Sean Cassidy (Banshee). When Sean was an Interpol agent he sent Tom to prison for life. Unknown to Sean, he had a daughter, Theresa, by his former love, Maevae Rourke, who was later killed by terrorists. Theresa was brought up by Black Tom, who recently sent her to her father. He is very honorable in family matters.

CALHOUN, JOSEPH "LICORICE"

Mutant citizen

F	2	Fb	Health = 12
A	2	Fb	
S	4	Pr	Karma = 110
E	4	Pr	
R	4	Pr	Resources = Pr (4)
I	6	Ty	
P	100	Un	Popularity = 0

KNOWN POWERS:

Mental Perception: Though Joe is usually in a comatose state, his mental mutant powers give him some knowledge of world affairs by providing him with dreams of what is happening outside of his hospital room. These dreams are often incomplete or distorted, however, and Joe's later recreation of an historical event or time period is usually not accurate. His mental perception is automatic and requires no FEAT of any kind. Apparently Joe used to have more of a precognitive type of perception, and it was this power that gangsters in the '30s wanted to use. This precognition seems to have faded since his accident.

Altering Reality: When Joe regains consciousness, which is rarely, he can mentally reach out and re-shape the world to his desire. He can do this with Unearthly ability. Events can be altered, time slips can exist combining modern heroes with past events, and so on. Joe can reach out over a range of 1000 miles and alter reality in a 25 area section. Characters actually never move or fly in the dream world, it just seems like they can. This area can be moved so characters traveling across country can actually pass through the terrain with the altered reality area moving with them. This dream world usually revolves around 1936 or shortly before.

Any character suffering damage or dying in the dream world will lose Karma for being defeated, but will actually be alive and well when the dream is over, just unconscious. A character's powers and abilities can be increased or decreased in Joe's dream world, usually randomly. Joe's dream worlds last for a

day at the most and only he can bring them back to the normal world.

TALENTS: Joe was a jazz clarinetist before his run in with the mob.

CONTACTS: None.

RUNNING "LICORICE" CALHOUN: Joe was a clarinetist for "Sweet" Tommy Connors Jazz Band. He was 33 years old in 1936 when he was deliberately run down by gangsters who had learned of his mutant power of perceptions and tried to enlist his aid to no avail. Since then he has been lying in a coma in a hospital, occasionally regaining consciousness and having his fevered mind create his dream world somewhere, then lapsing back into a coma after a day. His most recent dream world trapped She-Hulk, the Human Torch, Invisible Girl, and Nick Fury, head of S.H.I.E.L.D. in it.

CHENEY, LILA

Mutant renegade

F	10	Gd	Health = 66
A	20	Ex	
S	6	Ty	Karma = 36
E	30	Rm	
R	20	Ex	Resources = Rm (30)
I	10	Gd	
P	6	Ty	Popularity = 55

KNOWN POWERS:

Specialized Teleport: Lila has extremely powerful long-ranged teleportation powers with specific limitations. She may only teleport over interstellar distances, and to places that are well known to her, such as a home. Her homes are spread around the Earth, London, Los Angeles, etc., and she has at least one home in the stars (see below). When teleporting she takes everyone in the same area, friend or foe, with her. To teleport from one home on Earth to another, Lila must first go to her Dyson Sphere home, then back again.

Dyson Sphere: Lila's home, located in the Milky Way beyond the range of Earth's scanners, is a Dyson sphere, a star totally encircled by a construct of unknown origin that is 200 million miles in diameter. The inner side of the sphere, facing the star, is covered by a huge, ancient and magnificent, apparently abandoned city, which Lila uses as home base. There are a number of hi-tech devices in the dome, which Lila has discovered how to operate through trial and error.

TALENTS: Lila has the Performer talent. She is also a thief of Remarkable talents and once planned on stealing Earth and selling it.

CONTACTS: Lila has contacts with Professor Xavier and his New Mutants through Sam Guthrie (Cannonball), whom she finds charming. She will help them as readily as they will help her. Lila has connections in the

music industry.

RUNNING LILA: Not much is known of Lila. She says she is a native of Earth who was sold into interstellar slavery at a young age. She sees herself as an interstellar packrat and thief of the first order. Being a rock star is something she just does for kicks. Lila has a strong sense of self-preservation.

DAZZLER

Alison Blaire

Mutant hero

F	10	Gd	Health = 40
A	10	Gd	
S	10	Gd	Karma = 16
E	10	Gd	
R	4	Pr	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Sound/Light Conversion: Alison has the ability to convert sound waves into coherent light. She can create several effects with this light:

1. As a laser, range 2 areas.
2. As a laser light shield around herself which provides protection against physical and projectile attacks.
3. Used to dazzle, creating confusion and/or blindness in those victims who fail an Endurance FEAT roll versus the intensity of the light.
4. Used to calm or hypnotize targets, effective range is 1 area.
5. As a beautiful light show to accompany her performances.

The intensity of the laser and the effectiveness rank of the dazzle, shield, and hypnotic abilities is determined by the amount of ambient sound energy available. Usually, in complete silence, no energy is available. In normal sound areas (where there is conversation or at least background noise) she can summon up effects and damage of up to Excellent intensity: even higher ranks can be attained in noisier environments. Use the following as a guide:

Radio, crowded room = Remarkable
Streets, loud music = Incredible
Explosions, subways = Amazing
Jet engines, rockets = Monstrous
Banshee's scream, ultrasonic attacks = Unearthly

For each round of Monstrous or Unearthly damage she causes, Alison must make an Endurance FEAT roll to continue at the same level the next round. Failure means that her intensity suffers a -1 CS for the next 1-10 rounds. Dazzler prefers using the sound of music as a source for her powers. She cannot use her own unamplified voice as a source of sound waves.

Light Immunity: Dazzler is immune to all light attacks.

Special Tricks: Dazzler's use of light is so

creative that sometimes an attack seems much more threatening than it actually is. If a normal opponent of hers has never seen her powers before, and has a Psyche of Good or less, he must make a Psyche FEAT roll against her first two attacks (if they are sufficiently flashy). If either of the rolls fail, the opponent is convinced that the power she is emanating is much more dangerous and unpredictable than it really is and will attempt to escape from her attacks and quit whatever he was doing when she intervened (mugging, robbing, etc.).

Costume: Dazzler now wears a special costume in combat that stores sonic energy of Remarkable level at all times. Therefore she can use this energy to create Remarkable light effects in a sound environment that is relatively quiet. The costume has enough energy for up to five attacks before it runs out and she has to again rely on surrounding sound.

TALENTS: Alison has the Performer talent. She is an accomplished and talented singer of Incredible ability. She has also used roller skates (which magnetically attach to her boots) in her acts in the past, and can skate up to 3 areas per round. Dazzler has studied hand-to-hand combat with the X-Men and knows martial arts type A and D.

CONTACTS: Dazzler is friends with the X-Men and the New Mutants. She had many friends among the Gladiators and was one herself. Alison has had many boyfriends in the past: Roman Nekoboh the movie producer, Warren Worthington III (Angel), the Beast, and others.

RUNNING DAZZLER: Alison discovered her mutant powers in high school and used them to enhance her singing career. She had great success in her early days and even made a movie, which was never released. The movie's producer, also her boyfriend at the time, Roman Nekoboh, felt that the movie was the perfect time to publicly proclaim that she was a mutant. This plan backfired, it stirred up intense anti-mutant sentiment in America, and she was blacklisted in the entertainment community. Now she has trouble finding regular singing jobs and has had to take low-paying gigs to make ends meet.

DIAMOND LIL

Lillian Crawley

Mutant villain

F	20	Ex	Health = 150
A	10	Gd	
S	20	Ex	Karma = 16
E	100	Un	
R	4	Pr	Resources: Pr (4)
I	6	Ty	
P	6	Ty	Popularity = -5

KNOWN POWERS:

Invulnerability: Lil has Class 1000 body armor against physical or energy damage, including

heat and cold. Any attempts to slam or stun her must be made at a -2 CS for the attack due to her body's hardness. This hardness extends to her entire being, such as her hands and nails, which may rend things of Amazing Material Strength or less, and her hair, which may be used as a whip for Excellent Edged Weapons Attacks. Lil's invulnerability is such that her body's sense of touch is extremely reduced. Normally she does not feel pain, and a strike on her body of Typical Strength or less is not even noticed by her.

TALENTS: None.

CONTACTS: Lil is a member of the criminal organization known as Omega Flight. She has contacts with its other members, including Flashback, another mutant, and its founder, Jerome Jaxon, executive vice president of Roxxon Oil.

RUNNING DIAMOND LIL: Lil was a waitress when she was recruited by Canada's Department H for membership into Gamma Flight, the second back-up team for Alpha Flight. When that program was abolished by the Canadian government, she was recruited into Omega Flight to destroy James Hudson, the Guardian, and Alpha Flight. She has been with Omega Flight ever since.

EVANS, WILLIE JR.

Mutant child

F	4	Pr	Health = 20
A	6	Ty	
S	4	Pr	Karma = 87
E	6	Ty	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	75	Mn	Popularity = 0

KNOWN POWERS:

Duplicate Generation: Willie's mutant body constantly absorbs an unusually high rate of cosmic energy. Willie's mind uses this energy to create duplicates of anyone Willie has seen or studied (or even read about), complete with super powers. Willie must create these characters within the same area he is occupying, but then can control them by maintaining his concentration, even if they are out of his sight.

The limits on Willie's characters' range and duration are unknown, but he has created duplicates of the Fantastic Four that were every bit as powerful as the originals. These duplicates fought miles away from Willie's location and lasted for hours. The only difference between the duplicates and the originals are that no powers over Monstrous level can be duplicated (the power will exist at Monstrous rank); and that the duplicates are not creative, have little memory, and depend on Willie's concentration to exist. This last point equates to the duplicate having a -1 CS off of the original's Fighting ability and do not have a Reason greater than Typical nor any

talents.

Note: Willie's body does not have natural resistance to the cosmic radiation it absorbs. As a result, if Willie does not learn how to use his powers to syphon off the energy, he starts dying of radiation poisoning. This happened once before; Willie went into a coma and his mind created warped, destructive versions of the Fantastic Four. The characters created by this method are every bit as powerful as Willie's normal duplicates, but are evil and cannot be controlled by Willie. Unless the cosmic energy that created them is absorbed, they cannot really be defeated because Willie's mind keeps creating them as fast as they are destroyed up to the defeat of twelve different duplicate characters, which is enough energy drain so Willie is unable to create more.

TALENTS: None.

CONTACTS: Willie was helped by Reed Richards once before.

RUNNING WILLIE EVANS JR.: Willie is a youngster, slightly older than Franklin Richards, whose mutant power has recently manifested itself. Willie's parents were referred to Professor Xavier by Reed Richards, but so far indications are that they never followed up with their son's training. If this is so, he is in great danger as the cosmic radiation in his body should be building up to critical levels again soon and he does not know how to control his power. Willie may also have other powers not yet revealed.

FIRESTAR

Angelica Jones
Mutant (trainee)

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 60
E	30	Rm	
R	6	Ty	Resources = Pr (4)
I	4	Pr	
P	50	Am	Popularity = 0

KNOWN POWERS:

Microwave Manipulation: Angelica's mutation allows her to continually absorb microwave energy from her environment, and then to project it for a variety of effects. She must make a successful Psyche FEAT roll to use her powers, and her body has a visible aura when she does this. She is still pretty new at manipulating her powers and the full extent of them are unknown, but this is what she has displayed so far:

1. A microwave blast that can cause up to Unearthly damage to living organisms or Monstrous damage to non-living matter. Her range with these blasts is 3 areas.
2. Generate heat of Monstrous intensity melting obstacles up to the size of 1 area. She has melted obstacles while flying so fast she did not have to slow down. In a

single round she can generate enough heat in an area to set the floor or street on fire. She can also throw microwave "bubbles" up to 2 areas that have the same melting strength.

3. She can direct the microwave energy behind and under her to fly. She has Typical Air Speed and Excellent maneuverability. She can generate enough lift to equal Excellent Strength in carrying weight with her.
4. She can create a heat sphere around herself that melts any projectiles fired at her, offering her Amazing protection from normal projectiles.

If Firestar is excited, angry, or under any other undue stress, then she must make a Psyche FEAT roll. Failure indicates that she has lost control of herself for 1 round and melted something down or blown something up as a result of her uncontrolled emotions. Firestar is apparently immune to any damage from microwaves, which can be lethal to humans.

CONTACTS: The only contact Firestar may have is Professor Xavier, who once offered her a position with the New Mutants.

RUNNING FIRESTAR: Angelica was a confused and lonely thirteen year old when she discovered she was a mutant. She was picked on at school, her grandmother (the only real friend she had) died, and her father was afraid of her. Though Professor Xavier discovered her through Cerebro, Emma Frost arrived first and enrolled the girl in her private school. Firestar was a private student of Emma Frost at her Massachusetts Academy. There she was trained and learned to control her power, but she was also used, first by Empath to help Thunderbird try to get revenge on Professor Xavier, then by Emma Frost who tried to develop her as an expendable assassin. Angelica's best friend and bodyguard at the school, Randall, found out about her being manipulated into trying to kill the Black Queen for Frost, and was able to tell Angelica the truth, though he paid for the attempt with his life. Feeling betrayed by everyone, Firestar faced the White Queen, defeated her, and demolished Frost's underground training complex. This marks the first step in Firestar becoming a major, powerful mutant. She is now living at home with her widowed father, trying to live out the life of a normal teenager.

FLASHBACK

Gardner Monroe
Mutant villain

F	6	Ty	Health = 28
A	6	Ty	
S	6	Ty	Karma = 26
E	10	Gd	
R	10	Gd	Resources: Pr (4)
I	10	Gd	
P	6	Ty	Popularity = -4

KNOWN POWERS:

Temporal Counterparts: Flashback can psionically summon "future men," that is temporal counterparts of himself from alternate future timelines, to himself in the present. He can summon multiple versions of himself from different timelines, thus making a whole team of himself (usually up to 6, any more requires a red Psyche FEAT roll). He can summon all of them in one round, they will appear within 2 areas of him, and will disappear if he wishes them gone or is knocked unconscious. These counterparts have the same ability scores as the original Flashback does and can engage in missions, combat, etc. under his control. The counterparts seem to have no memory of where they are from when they are in the present and cannot convey future information to him. Their costumes are always a negative of the original Flashback's, so he is easy to distinguish. Since these counterparts are from alternate timelines, the death of one is not necessarily the death of the Flashback character in the present (or in the game campaign). If the Flashback character is used in a Judge's campaign and one of his counterparts dies, the Judge should roll percentile dice. A result of 01-05 indicates that the counterpart was from the campaign future timeline and that at some point in time in the future of the game, Flashback should simply

disappear forever. Otherwise, the counterpart who dies is from a different timeline and will not actually effect Flashback's future. However, Flashback does not know this and the death of any counterpart serves to shake his sanity and lower his Reason, Intuition, and Psyche by one rank each for 48 hours after the death occurs.

TALENTS: Gardner is an actor. He has an Excellent skill for portraying someone else, as long as that person is roughly his size, sex, and appearance.

CONTACTS: Gardner is a member of the criminal organization known as Omega Flight. He has contacts with its other members, including Diamond Lil, another mutant, and its founder, Jerome Jaxon, executive vice president of Roxxon Oil.

RUNNING FLASHBACK: Gardner was an actor when he was recruited by Canada's Department H for membership into Gamma Flight, the second back-up team for Alpha Flight. When that program was abolished by the Canadian government, he was recruited into Omega Flight to destroy James Hudson, the Guardian, and Alpha Flight. He has been with Omega Flight ever since.

FORGE

(real name unrevealed)
Mutant neutral

F	10	Gd	Health = 50
A	10	Gd	
S	10	Gd	Karma = 100
E	20	Ex	
R	40	In	Resources: In (40)
I	10	Gd	
P	50	Am	Popularity = 3

KNOWN POWERS:

Invention: Forge has mutant powers that seem like talents to other people; his Reason is Incredible in kit-bashing and cybernetics, Amazing in electronics and sonics, and Unearthly in optics and holography. A few of his inventions are included in the Items section.

Headquarters: Forge designed his headquarters in Dallas's Eagle Plaza, he lives in the top five floors in a multi-level suite. This suite is equipped with holograms of Unearthly intensity that can change the entire decor of the place and, though actually harmless in themselves, can sometimes be dangerous. Anyone not familiar with them suffers a -2 CS to his Agility when moving about here (if fighting here, they suffer an additional -2 CS to their Fighting and Intuition abilities when any unfamiliar hologram is encountered).



Magic: Though he has not used his powers for at least a decade, Forge used to be a pupil of a Cheyenne shaman named Naze. He had developed considerable powers, but for some unexplained reason, quit using them during the conflict in Vietnam. Recently, he was able to call forth his spirit sight. He must make a yellow Psyche FEAT roll for this but if successful, he will see things as they truly are for 10 rounds, ignoring illusions, holograms, etc. If and when he decides to use his full magic powers, he will be rusty and a novice level magic wielder of Remarkable power. Other spells that he can use have not yet been revealed.

Bionics: Forge created a bionic right hand and leg to take the place of those he lost in Vietnam. His hand is disguised to look like a real hand and is permanently attached to the muscles, bones, etc. It gives him all the dexterity and use of a normal hand. His leg looks like a bionic limb and is detachable at the thigh. It does not slow his movement down for normal periods of time, but after extensive use (over 16 hours straight) Forge often uses a cane to take the pressure off. Both limbs have their own internal power supply.

TALENTS: Forge has an Excellent Reason in business matters. He has the Military talent and martial arts Type A from his years in the service. He must know some Cheyenne to have worked as a shaman for his tribe.

CONTACTS: Forge works for the U.S. Department of Defense as an independent contractor and has connections with the military, including Peter Henry Gyrich and Project: Wideawake, though Forge does not know what they actually do.

RUNNING FORGE: Using his own abilities, Forge literally rebuilt himself when a bombing raid in Vietnam cost him his right leg and hand, and seriously injured his right side. He has been living a solitary existence since then, devoting his life to his inventions and quickly becoming one of America's premier inventors. But he has opened himself up, lately, to Storm, only to have one of his inventions stand between the two of them getting any closer. Recently he developed a larger, orbiting version of the neutralizer to use against the Dire Wraiths, alien magic wielding creatures who were intent on the domination of the Earth. He destroyed the creatures and their homeworld, then altered the device so it could not be used against Earth's super-powered population.

GYPSY MOTH

Sybil Dvorak
Mutant villain

F	6	Ty	Health = 42
A	10	Gd	
S	6	Ty	Karma = 36
E	20	Ex	
R	6	Ty	Resources = Rm (30)
I	10	Gd	
P	20	Ex	Popularity = 70

KNOWN POWERS:

Telekinesis: Gypsy Moth is a mutant with the power to manipulate materials by mental command. She prefers manipulating "soft" materials, such as organic tissue and fabric, as opposed to "hard" inorganic ones. Gypsy Moth can manipulate non-living material at Monstrous level, though she only willingly affects materials of up to Remarkable Material Strength rank. This is sufficient, in most cases, to cause a hero's costume or hair to constrict or bind (treat as a wrestling hold at the clothing's Material Strength rank, maximum of Remarkable). Gypsy Moth can also affect organic material, causing muscles to cramp or skin to break. She must make a Psyche FEAT roll to do this; if she is successful, the victim must make an Endurance FEAT roll or suffer up to Remarkable damage (check for stun if applicable). Her powers are effective within a range of 1 area.

Flight: The maximum weight Gypsy Moth can fly using her psychokinetic powers to lift her is 120 pounds. This allows her to move a maximum of 2 areas per round. She cannot carry significantly more than her weight. Gypsy Moth's wings are purely ornamental, usually constructed on the spot from available materials. If she is standing on a well-supported, flat surface, she can levitate others, up to 120 pounds.

TALENTS: Sybil Dvorak speaks English as well as her native Rumanian.

CONTACTS: Gypsy Moth has fought alongside the original Spider-Woman in the past when they had a common foe. Her main support group is her hedonistic cult. She often has her servants steal for her. Usually those thefts are of shiny baubles, soft furs, and unusual organic substances, such as peacock feathers.

RUNNING GYPSY MOTH: Dvorak's use of her power is affected by her desire to be surrounded by softness, to the point that she cannot tolerate being touched herself and will react violently if touched or attacked. She is extremely materialistic and does not seem to have a firm grasp on reality.

LEGION

David Charles Haller
Mutant child

F	2	Fb	Health = 16
A	4	Pr	
S	4	Pr	Karma = 81
E	6	Ty	
R	4	Pr	Resources = Ty (6)
I	2	Fb	
P	75	Mn	Popularity = 0

KNOWN POWERS:

Psionics: David is an extremely powerful mutant with multiple psionic powers, not all yet revealed. Due to a severely traumatizing event

when he was a child, David became catatonic, then autistic. Because of the use of his powers during the unfortunate event, and the state of his mind afterwards, David's personality splintered. Though David's core personality is now intact, different characters within him control his psionic powers. When an individual personality takes control of David, the individual power it wields can be used. The personalities that have made themselves known so far, and their powers, are listed below.

Telepathy: Jemal Karamani, the consciousness of a former terrorist whose actions made David catatonic, is now a caring, loving entity that seeks to help David regain normalcy. He controls David's telepathic powers. He can read minds and project thoughts and images with Monstrous ability. His range is 75 miles (175 miles if he makes an Endurance FEAT roll). He can also fire telepathic bolts of up to Amazing potency at a range of 3 areas.

Telekinesis: Jack Wayne, a swaggering adult robust adventurer, commands David's telekinetic powers. He can levitate up to a 1 ton object up to 5 areas away. He can place a telekinetic force field around himself providing him with Amazing protection from any attack. Jack can also telekinetically levitate David's body and have it float along at 3 areas per round through this method.

Pyrotics: Cyndi, a temperamental, rebellious teenage girl, controls David's pyrotic powers. She can generate heat in an area (up to 4 areas away) of Remarkable intensity or create flames of an Incredible intensity in a single round. She can also concentrate on a single item up to 5 areas away and, if it is of Incredible Material Strength or less, it will burst into flames or melt.

David may possibly have other splinter personalities within his mind with other powers. Only time will tell.

CONTACTS: David trusts his mother, Gabrielle Haller (Israeli ambassador to England), his father, Professor Charles Xavier, and Moira MacTaggart and the New Mutants Cypher, Wolfsbane, and Mirage, who helped David's core personality to stabilize.

RUNNING LEGION: David is the son of Professor X, though Charles did not know it until recently, and apparently inherited many of his father's powers plus new ones as well. When he was 10 years old, he witnessed a terrorist gun down his godfather. At that moment his powers catalyzed and he incinerated the attackers' brains. The shock of this event and his attack, combined with his mentally absorbing Karamani's consciousness led to David going catatonic, then autistic. During the following years his powers ran uncontrolled and other personalities were absorbed and gained control over David's

different powers. Today he once again has a core personality, but it is that of a ten year old (the age when he went catatonic), while his body is that of an older teenager. He is living peacefully now on Muir Island, but it will be many years before his mind stabilizes to the point where he could be a player character. It is suspected that David may have many other buried personalities in his mind with other powers, waiting to take over some day.

MANDRILL

Jerome Beechman
Mutant villain

F	20	Ex	Health = 120
A	40	In	
S	30	Rm	Karma = 46
E	30	Rm	
R	6	Ty	Resources = Pr (4)
I	20	Ex	
P	20	Ex	Popularity = -5

KNOWN POWERS:

Speed Bursts: Like a great ape, Mandrill can run on all fours for short periods of time (maximum of 3 rounds with a 10 round rest period in between). This burst is equivalent to Excellent Land Speed.

Attraction: Mandrill has a chemically-based ability to attract and enslave most human women by emitting a high concentration of pheromones into the air. He can either affect all women within a 2 area radius or target one woman in line-of-sight up to a maximum range of 5 areas. Any woman within range is allowed a Psyche FEAT roll vs. Monstrous intensity to resist the hormonal reaction. If she fails, she is extremely attracted to Mandrill, becomes submissive to him, and is open to his manipulations (as a friendly contact). If a female character has the hormonal effect reinforced over a few months, she can become addicted to his pheromones and will be in his power almost permanently (some electric shocks of at least Good intensity to the brain can snap them out of it).

TALENTS: Mandrill has a Remarkable ability to forage and survive in the wilds.

CONTACTS: Mandrill spent many years with Nekra Sinclair, another mutant youngster, and plotted many of his criminal activities with her. He formed Black Spectre, an organization of black women dedicated to the overthrow of the American government; Fem-Force, a women's army composed of radicals and dissidents for the purpose of world conquest; and Mutant Force, Magneto's final evil mutants team that he had abandoned and Mandrill took over.

RUNNING MANDRILL: Mandrill's father and Nekra's mother were victims of the same radiation explosion accident. Mandrill was born black and extremely hairy, even though his parents were caucasian. It soon became obvious that he was a mutant, and at age 10,

his father drove him out to the American desert and abandoned him. Mandrill swore to survive and get his revenge on his parents. He met Nekra in the desert, they survived together and educated each other through stolen books. As he grew older, he began to take on the shape of a large ape, hence his name. Eventually Nekra was captured by S.H.I.E.L.D., but Mandrill escaped to plot many more criminal activities. His present whereabouts is unknown.

Mandrill is yet another of the "conquer-the-world" type of villains, feeling that only he has the power to control it. He is extremely chauvinistic, as one might expect with his power, and quite ruthless.

MESMERO

(real name unrevealed)
Mutant villain

F	6	Ty	Health = 38
A	6	Ty	
S	6	Ty	Karma = 66
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	6	Ty	
P	50	Am	Popularity = 0

KNOWN POWERS:

Hypnosis: Mesmero's mutant power is a form of instant hypnosis whereby any individual character who is in line-of-sight and makes eye contact with Mesmero must make a Psyche FEAT roll vs. Amazing Psyche or be warped. A successful roll means that the target has resisted Mesmero's hypnotic suggestion and is not hypnotized. If he looks at Mesmero's face again, he must make another roll. If any Psyche FEAT roll fails, it means that Mesmero has successfully hypnotized the victim. The affects of the hypnosis vary and are up to Mesmero. They include partial or complete amnesia, adding new memories of things that really did not exist, alteration of the character's personality (making him a villain instead of a hero, etc.), complete paralysis (though the victim is aware of what is happening), and whatever else Mesmero wishes them to do that is within their powers to complete. Actions contrary to the character's nature (i.e. Karma losing) permit the victim to make another Psyche FEAT roll to break free of the influence. Mesmero has been able to maintain hypnotic control over seven individuals at the same time, though they were not in the same place.

Illusion Generation: Mesmero can also create three-dimensional illusions. He does this with Amazing ability. His illusions are so realistic that even when a character realizes it is an illusion, he still subconsciously believes it is real and cannot help but act accordingly. While damage is imaginary, it is still removed from Health, with 0 Health resulting in unconsciousness for 1-10 rounds. Only characters making a red Psyche FEAT roll vs.

Amazing intensity may see through the illusion and not be harmed by it.

Mental Blast: Mesmero can psionically cause pain in others, even those who are not hypnotized and do not believe in his illusions. His Psyche is Monstrous level for this power and he attacks by making a successful Psyche FEAT roll for up to four targets in the same area.

TALENTS: Unknown.

CONTACTS: Mesmero has worked as a stage hypnotist and has contacts in theatres, theatrical agents, and carnival people.

RUNNING MESMERO: Mesmero's past is almost unknown. He worked under an android he thought was Magneto with a group of androids disguised as mutants known as the Demi-Men. It was Mesmero who first sought out Polaris. He has fought Magneto in the past, but sought to rule mankind with mutants, the same philosophy as Magneto used to hold. Mesmero has battled Sentinels, Spider-Man, and the X-Men, once capturing and controlling almost the entire team, making them think they were circus attractions. His personality seems to be average for a would be world-conquering mutant. His current whereabouts are unknown.

NEKRA

Nekra Sinclair
Mutant villain

F	30	Rm	Health = 110
A	40	In	
S	10	Gd (40 In)	Karma = 56
E	30	Rm	
R	6	Ty	Resources = Pr (4)
I	10	Gd	
P	40	In	Popularity = -5

KNOWN POWERS:

Increased Strength: When Nekra feels extreme hate, either through outside circumstances (like a mutant-hating mob) or through a Psyche FEAT roll, her Strength increases to the amount listed above in parentheses. This hormonally increased Strength cannot be maintained for longer than an hour (with a lapse of 8 hours before she can again increase her Strength). Her Endurance and Health do not increase with this power.

Body Armor: The same hormonal transformation that gives Nekra her Increased Strength also gives her body armor. Again, she must feel extreme hate to trigger her body mechanism and this can be done through external influence or a successful Psyche FEAT roll. This Amazing body armor has the same duration as her Increased Strength power.

Limitation: Nekra's enhanced senses make her extremely vulnerable to scent-based attacks. She is a -2 CS on FEATs involving scent-attacks (including tear gas).

Voodoo: Nekra has recently learned some voodoo rituals from the Black Talon, a villainous magic wielder of the voodoo school of magic. The only actual spell that she has completely mastered at this time is the following:

NECROMANCY (Remarkable): Nekra can create up to a dozen zombies from the dead per day. These zombies' statistics are:

F	6	Ty	Health: 26
A	4	Pr	
S	6	Ty	Karma: 8
E	10	Gd	
R	2	Fb	Resources: None
I	4	Pr	
P	2	Fb	Popularity: -5

Since zombies have no nerve endings and feel no pain, it is not so easy to damage them. They have the equivalent of Excellent body armor against physical or energy attacks. Zombies feel no cold or heat and radiation or gas does not affect them. Since their animation is magical, they have no real mental functions and cannot be psionically affected.

Running Zombies: Nekra completely controls her zombies, and can do so at a range of 10 miles. Zombie creation can only take place in a graveyard or other location where the remains of men can be found. A preparation period of four rounds is required before creation can commence. Nekra can summon up to two zombies per round (a single power rank FEAT roll is required for the two zombie creations) and they will remain animated until defeated or she dismisses them. Zombies can either fight with their hands or use hand-held melee weapons such as swords, bludgeons, etc.

Nekra also knows the most ancient of necromantic spells, that of the creation of a specific zombie, bringing back a loved one almost to the state of the living. This can only be done once every few months, requires the body to be dead only a short time, and takes a tremendous effort out of the necromancer. It is with this more powerful zombie-creating spell that she preserved her lover.

TALENTS: Nekra has an Excellent ability to forage and survive in the wilds. She also knows martial arts types A, B, and E.

CONTACTS: Nekra spent many years with Mandrill, another abandoned mutant youngster, and plotted many of his criminal activities with him. She helped form Black Spectre, an organization of black women dedicated to the overthrow of the American government. Later she became the High Priestess of the Cult of Kali, but she seems to have ignored them since coming out of her coma. She has worked with Black Talon in the past (learning voodoo from him) and is in love with the villain, Grim Reaper, who is now a zombie.

RUNNING NEKRA: Mandrill's father and Nekra's mother were victims of the same radiation explosion accident. Nekra was born chalk white with fangs, even though her parents were black. She suffered through a childhood filled with hate and ran away from home when she was 10. As luck would have it, she ran across Mandrill in the desert and they teamed up to plot the conquest of West Africa and later America. Eventually she was captured by S.H.I.E.L.D., who kept her drugged so her violent emotions would not activate her powers. She escaped from them because of televised subliminal hate broadcasts by the Hate-Monger, and went on to gain control of a world-wide radical cult dedicated to Kali. She later fought the original Spider-Woman and, discovering too late that she was vulnerable to Spider-Woman's pheromone emissions, was badly injured in the battle. She lay in a S.H.I.E.L.D. medical complex in a comatose condition for months, but then made a miraculous recovery and escaped the facility. She sought out the Black Talon and learned some voodoo from him. It was the Black Talon who introduced the Grim Reaper to Nekra, and she soon fell in love with him. But a scheme to destroy the Vision and Scarlet Witch soon went awry and the Grim Reaper died in his flight from them. Nekra found his body, animated it into a zombie state, and swore revenge on the Vision for her lover's death. Her current activities are unknown.

NORTHSTAR

Jean-Paul Beaubier
Mutant hero

F	20	Ex	Health = 70
A	20	Ex	
S	20	Ex	Karma = 22
E	30	Rm	
R	6	Ty	Resources = Ex (20)
I	6	Ty	
P	10	Gd	Popularity = 40

KNOWN POWERS:

Flight: Northstar can channel the kinetic energy from the atomic motion in his body into one direction. He can fly at supersonic speeds of roughly the speed of sound (Air Speed: Shift Y). This use of kinetic energy gives him Excellent body armor when he is in flight. Northstar can also hover in the air by carefully controlled downward thrust. When carrying a passenger, he will not fly over 8 areas per round, so they can breath and not be damaged by the wind.

Multiple Attacks: Northstar can strike multiple blows against the same target. This has the equivalent effect of one Incredible damage blow a round. Check for the chance of stun with any target of less than Incredible Endurance that suffers damage from this attack.

Costume: Northstar's costume is designed to

withstand the wear and tear clothes endure when flying at supersonic speeds. His natural body armor protects his flesh and eyes from those same factors.

TALENTS: Jean-Paul is a world class champion skier, which accounts for his resources. He speaks French and English fluently.

CONTACTS: Northstar has a rocky relationship with Alpha Flight (in which he was a member), but would receive their aid if he needs it. In addition, Jean-Paul was once a member of a militant French Canadian separatist cadre and may still maintain connections with them.

RUNNING NORTHSTAR: Jean-Paul was separated from his sister when still very young (she to an orphanage, he to relatives). He grew up relying on only himself, eventually discovering his powers and using them to become a top rated skier. Unfortunately on the way to the top he also became an arrogant, pushy, bad-tempered, and egotistical young man. He has departed from Alpha Flight and has not really devoted his life to anything but himself.

NUKLO

Robert Frank Jr.
Mutant reformed villain

F	10	Gd	Health: 110
A	30	Rm	
S	40	In	Karma: 16
E	30	Rm	
R	6	Ty	Resources: Pr (4)
I	6	Ty	
P	4	Pr	Popularity: 0

KNOWN POWERS:

Nuclear Generation: At one time Nuklo generated so much nuclear energy that he would grow (up to 20 feet tall), or split into separate beings that could fuse back together again, or could fire concussive energy blasts of up to Incredible power. Since most of this excess energy has been drained from his body, Nuklo has lost these extreme powers, but has retained the increased strength, endurance, agility, and resistance to injury that his body evolved to handle the dangerous radiation levels. His body no longer emits excess levels of radiation.

Resistance: Nuklo has Remarkable resistance to physical damage, heat, and cold. Furthermore, he has Amazing resistance to energy damage based on radiation energy.

Movement: Nuklo has Excellent Land Speed movement.

CONTACTS: Dr. Linda Hyams, a psychologist living in upstate New York, took criminal custody of Frank and has brought him into society as a hard working citizen.

RUNNING NUKLO: Robert is the son of Robert Frank and Madeline Joyce, also known as the old World War II heroes, Whizzer and Miss America. His mutant powers were immediately apparent in his youth as he emitted toxic levels of radiation. His parents were persuaded by the government to place Robert in a special container that would drain off his energy while placing him in a state of suspended animation. Over the decades the capsule found its way into the hands of the Avengers, who accidentally freed Robert. He had aged very little over the years, but still emitted high levels of radiation. This disorientation at being brought back to a world he did not recognize led Nuklo amok and the Avengers were forced to subdue him and hand him over to the army. Eventually Nuklo was rescued by his father, who died in the attempt, and had his energy levels reduced to a safe degree. His muscular process is still nuclear powered, but no longer dangerously radiates.

Nuklo is no longer disoriented and seems to better handle his bad temper. He has been a loner by necessity but now wants to begin his life anew.

PROTEUS (alias Mutant X)

(unnamed son of Moira MacTaggart)
Mutant villain (deceased)

F	4	Pr	Health = 34
A	4	Pr	
S	6	Ty	Karma = 89
E	20	Ex	
R	4	Pr	Resources = Pr (4)
I	10	Gd	
P	75	Mn	Popularity = -5

KNOWN POWERS:

Life Force Vampirism: Proteus lived on the force of other humans or humanoids. If he makes a successful Psyche FEAT roll vs. Excellent intensity, he would enter another character's body (or "shell" as he thought of it), then live off of the body's life force. The Endurance of the host body drops one rank per every 10 hours possessed. When the Endurance reaches Feeble, it stops and the body resembles rotting flesh. He was not always this way, at one time he occupied his own body. But over the course of years he consumed it and became a creature of sentient energy that could not be detected on advanced mutant detection equipment. Proteus preferred to occupy non-super powered bodies, as the minds were easier to enter.

Reality Warp: Proteus had the mutant power to warp reality, even down to the most basic laws of physics. This operates like an Illusion power, but the effects on the victims are real. While he could do this in the area he occupied, he could also target on a character that was in his line-of-sight and warp reality around them too. He did this with Unearthly power, forcing anyone in the warp to make a

red Psyche FEAT roll before they attempted any action.

Vulnerability to Metal: Proteus could not abide metal, as it could imprison him or destroy him. For instance, he could not possess Wolverine's body because of his adamantium-laced skeleton. Any metal weapons striking Proteus have a +2 CS bonus for damage. This vulnerability led to his destruction, as Proteus dies if his Health is reduced to 0 by damage due to metal.

CONTACTS: None.

RUNNING PROTEUS: Decades ago, Moira and Joseph MacTaggart had a son whose mutant powers grew to be devastating. The father left the family as a result and Moira had to have her son confined in a special cell on Muir Island. She named him Mutant X, but he called himself Proteus. Moira devoted her life to genetic research after that. Proteus, having consumed his own body, waited for years to be released and 'feed.' Proteus never really developed a personality more than a predator who hunts creatures so it may live. He looked on other characters as most humans look on cattle. A battle between the X-Men and Magneto accidentally shut off the automatic security locks holding him in and Proteus escaped. Professor X, the X-Men, and Moira all searched for him, following a trail of consumed bodies. As Proteus usually attacked with surprise, there was never enough warning given to allow them to reach him. They finally caught up to him shortly after he had entered his father's body. Attempts to destroy him or capture him were to no avail, but he made a lethal mistake. Desperate to enter a fresh "shell," Proteus started to enter the body of Colossus, who was able to react in time and turn into his metal form. Theoretically this action demolecularized Proteus...at least he has never been heard of since.

QUICKSILVER

Pietro Maximoff
Mutant hero (retired)

F	10	Gd	Health = 150
A	100	Un	
S	10	Gd	Karma = 36
E	30	Rm	
R	20	Ex	Resources = Gd (10)
I	6	Ty	
P	10	Gd	Popularity = 20

KNOWN POWERS:

Lightning Speed: Quicksilver normally runs at Shift X Land Speed. He can reach this speed in a single round and can stop in a single round. He has no trouble cornering, zig-zagging, and other maneuvers, even at such high speeds.

Power Stunt: By running in circles, Quicksilver can make small cyclones that fill a whole area in one round. This is an attack against many

opponents at once, using his Fighting ability. The attack does no damage but can stun or slam anyone in the area as a Shift X attack.

Thick Skin: Pietro's body is slightly tougher than a normal man's, enabling him to withstand the strains of high velocity. Treat his skin as Good body armor.

Resistance to Cold: Pietro's metabolism is so high that he has an Incredible resistance to cold.

CONTACTS: Quicksilver is the son of the mutant Magneto and the brother of the Scarlet Witch. He and his sister were very close, but he cannot accept her marriage to the synthead, the Vision. Though Magneto has tried to make amends, Pietro has no love for his father. Quicksilver once belonged to the Avengers, then left and married Crystal of the Inhumans. He has recently left her because of her infidelity. At this time he has no contacts.

RUNNING QUICKSILVER: Quicksilver started out his costumed career on the wrong foot and was a member of the original Brotherhood of Evil Mutants. He and his sister eventually left that group and joined the Avengers. He became an inactive member of the Avengers and tried enjoying the quiet life of a family man married to an Inhuman and living in their moon colony. His tranquility was recently shattered when he learned that his wife, Crystal, loved another man. Enraged, he has returned to Earth with his sanity in question. It appears that he is now returning to his former, criminal ways.

Pietro has a bad temper, is quarrelsome, proud, overbearing, and overconfident. He has always nursed a deep fear and dislike for humans.

SABERTOOTH

(real name unrevealed)
Mutant villain

F	40	In	Health = 120
A	30	Rm	
S	20	Ex	Karma = 22
E	30	Rm	
R	6	Ty	Resource = Ty (6)
I	10	Gd	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Altered Sight: Sabertooth's eyesight is not normal, he has no color vision whatsoever, seeing the world only in black and white, but does have Remarkable infravision and can see in the dark.

Heightened Senses: Sabertooth's senses of hearing, smell, and taste have all been raised to the Amazing level. He can use these senses as an Amazing Tracking Ability power. Sabertooth can remember previous scents and tastes, can detect illusions by their lack of the same, and identify people or substances



Quicksilver™



Scarlet Witch™



Silver Samurai™

by their smell or taste. It is impossible to drug or poison Sabertooth by slipping anything into his food or drink as he automatically detects it. When concentrating on listening and smelling, his Intuition is raised to Remarkable (he can hear light breathing 200 feet away in a cave). He can use this last power stunt while walking.

Claws and Bite: Sabertooth has claws and teeth made of an unknown material of Incredible strength. He can use the claws as a Remarkable Edged Attack and, if he can Grapple for at least one full round, can bite as a Remarkable Edged Attack.

TALENTS: None known.

CONTACTS: Sabertooth has been underground for awhile, but rumors abound that he has joined a large mutant criminal organization.

RUNNING SABERTOOTH: Sabertooth's past has not yet been revealed. He has the predatory instincts of one of the great cats, but also has their natural distrust and dislike of weaker creatures. He can be a snarling, vicious fighter almost on the same level with Wolverine. He has killed in the past and will do so again if it helps him get what he wants.

SCARLET WITCH

Wanda Maximoff
Mutant hero

F	10	Gd	Health = 46
A	10	Gd	
S	6	Ty	Karma = 60
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	20	Ex	
P	30	Rm	Popularity = 30

KNOWN POWERS:

Probability Field Alteration: The Scarlet Witch's power sometimes seems magical, but is actually a result of her mutation. In her younger days, the mutation seemed to act without conscious effort, but was unfocused. Minor disasters and events would occur which helped her and her allies in their efforts, but in a way in which she would have no forewarning. Her opponents would trip, or hardware they were using would short out, etc. Now that she is older she can focus her powers and consciously disrupt probability fields at a Remarkable rank so that very unlikely events occur. This does not affect an event that is impossible; she cannot create obstacles from nothing or simply make hardware disappear. When the Scarlet Witch uses her power, the player must describe precisely what effect is desired (such as "I wish to hex the Toad so that the room ices up

and he cannot gain enough traction to hop"), and the Judge determines what actual results are achieved. To use the power, the player must make a successful Psyche FEAT roll. If the Scarlet Witch is trying to alter probabilities around unnatural materials or energies, such as complex alloys or force fields, her Psyche suffers a -1 CS when making the FEAT roll.

Magic: Wanda has always been thought of by many as a magic wielder, but this was a misrepresentation of her powers by others, a misunderstanding which she fostered. Recently she has sought to increase her knowledge of the arcane arts by studying with an actual witch, Agatha Harkness. Wanda has cast Eldritch Bolts, summoned Shields, and even reformed a destroyed book, but whether she actual has any long term working knowledge of these spells is as yet unknown. Wanda has taken on a young female disciple to learn from her, but as yet has not really been able to teach her anything. Only time will tell if Wanda can be a top-rated magic-wielder or not.

TALENTS: Wanda has some occultist training. She has a +2 Column Shift when researching or dealing with occult events or cults.

CONTACTS: Wanda once belonged to the Brotherhood of Evil Mutants but renounced evil and became a member of the Avengers. She has contacts with her husband, the

Vision, and members of the Avengers and West Coast Avengers. She has also met and worked with Spider-Man.

RUNNING SCARLET WITCH: Wanda has always been optimistic and handles her responsibilities and powers quite well. She tends towards modesty and is extremely loyal to her brother, her husband, and her friends, the Avengers. She and the Vision are currently taking an extended leave of absence from the Avengers for a number of reasons. If and when they will return is unknown at this time.

SILVER SAMURAI

Kenuichio Harada
Mutant villain

F	30	Rm	Health = 110
A	20	Ex	
S	20	Ex	Karma = 50
E	40	In	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	20	Ex	Popularity = -20

KNOWN POWERS:

Tachyon Field: The Silver Samurai can summon an extremely powerful energy field. The focus for this energy is his katana, a samurai longsword. As a result, this sword causes up to Unearthly damage and may cut through materials of less than Unearthly Material Strength in a single round.

Body Armor: Kenuichio wears a light steel alloy suit of plate armor in the Oriental style that provides Remarkable body armor. The design is a modern version and does not hinder his sight or movement.

Teleport Ring: The Silver Samurai has a hi-tech ring which allows him to teleport without error up to 3 miles away at an Unearthly rank.

TALENTS: Kenuichio is an Oriental weapons master, gaining a +2 CS with the katana, shurikens, and other oriental weapons. He knows martial arts types A and E. He has Amazing knowledge of bushido, the fighting methods and code of honor of ancient Japanese samurai. Kenuichio can speak both Japanese and English fluently.

CONTACTS: Kenuichio has many contacts through different sources. His father was a former Japanese crimelord, Shingen Harada, head of clan Yashida, but disinherited him. Through the efforts of Mastermind, Mariko Yashida, his half-sister and now head of the clan, pardoned Kenuichio for his past transgressions and made him her heir. She is now duty bound to that decision. His cousin, whom he does not get along with, is the Japanese mutant hero, Sunfire. His lover and criminal partner is Viper, and through her he has Excellent criminal contacts in America. In the past he has allied with the Mandrill and the original Black Spectre.

RUNNING THE SILVER SAMURAI: Kenuichio is a proud and ambitious young man. He fully believes in the ancient training of bushido and has dedicated himself to Viper. He has little or no fear of combat.

TASKMASTER

(real name unrevealed)
Mutant villain

F	50	Am	Health = 150
A	50	Am	
S	20	Ex	Karma = 56
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	40	In	
P	6	Ty	Popularity = -5

KNOWN POWERS:

Photographic Reflexes: If the Taskmaster watches someone perform an action, he can duplicate that action exactly. He cannot duplicate super powers. He must watch the action (or a tape of the action) for a minimum of one hour before he acquires it. He has an upper limit of Amazing on any ability duplicated. He has watched many tapes of Captain America; as a result, he can fight as well as Captain America. He has also studied Spider-Man, Iron Fist, Daredevil, Tigra, the Punisher, and El Aguila. From them he has gained their physical talents, fighting skill, and Agility.

Prediction Ability: The Taskmaster can predict the actions of anyone he has studied. In each round he attempts to do so, he makes an Intuition FEAT roll for every opponent that he is aware of in the vicinity. If the roll is successful, he does not have to decide what to do in that round until after the hero or heroes have declared their actions.

Any hero whom he has studied fights against the Taskmaster with a -2 CS. If the hero surprises him, this modifier does not apply for the first round of combat.

Weapons/Equipment: The Taskmaster carries a steel alloy throwing shield (2 area range causing Remarkable damage, does not return); a bow with some special arrows like Hawkeye's; a steel alloy sword (causing Excellent damage); a multipurpose billy club like Daredevil's that can give a +1 CS when used with Acrobatics or be used as a bludgeon weapon causing Good damage, and a .45 caliber automatic pistol (9 shots, 3 area range, causing Good damage).

He also has a variety of small common devices, such as magnesium flares, gas bombs, etc., that he uses as desired for escape or distracting his opponents.

TALENTS: Only some of the Taskmaster's talents are known. With his photographic reflexes it would be child's play for him to pick up a physical talent he did not already possess. He is known to have the talents of marksman, weapon master, all martial arts,

wrestling, and piloting.

CONTACTS: For a time Taskmaster used his wide range of skills as a trainer of aspiring criminals, hoping to become a supplier of criminal talent to the underworld. His training centers were all eventually discovered and shut down, but he still has extensive underworld connections. He has no friends or relatives.

RUNNING TASKMASTER: Taskmaster has not displayed very many quirks to his personality. He is a professional in his criminal dealings and seems to bear no grudges against those who have foiled him in the past.

TATTLETALE

Franklin Benjamin Richards
Mutant child

F	4	Pr	Health = 18
A	6	Ty	
S	2	Fb	Karma = 101
E	6	TY	
R	6	Ty	Resources = None
I	20	Ex	
P	75	Mn	Popularity = 5

KNOWN POWERS: Franklin has exhibited extremely potent mental powers when under dire stress (like seeing his parents' lives threatened). These powers dwarf even the power of creatures such as Annihilus. Most of Franklin's powers are currently under mental blocks because he cannot control them, and they will only surface again when the child reaches maturity. The only part of his powers usable at this time are his precognitive dream powers.

Precognition: This power usually manifest's itself in the child's dreams, but lately has also been effective when the child is awake. Before an adventure, the Judge should make a Psyche FEAT roll for Franklin. A white result means no noticeable dreams, a green result means ordinary dreams (Judge should feel free to make something up), and a yellow or red result means that the character has peered into the future. If the latter occurs, inform the player of a dream. Run the dream as the initial encounter of the adventure. Run it until the dream-Franklin must do something, then end the dream. Be free with information that would otherwise be withheld from a player, but couch it in cloudy terms. Franklin's dreams should give warnings, but not foretell the results of battles, actions, or adventures.

CONTACTS: Franklin has contacts with his parents, Reed and Sue Richards (Mr. Fantastic and the Invisible Woman of the Fantastic Four), his uncle Johnny Storm (Human Torch), and his favorite 'uncle' and 'aunt': The Thing and She-Hulk. His best friends are the children of the Power family, whose super identities are the Power Pack and with whom he 'adventures.'

RUNNING FRANKLIN RICHARDS: Franklin is a good kid, inquisitive but with an unusual awareness of how much trouble he can get into if he is not careful (most likely learned from his responsible parents). He makes friends with kids his own age easily, and is a member of the Power Pack. Franklin has a very strong sense of what is right and wrong, far more developed than most kids his age. As a result of his not being able to control his mutant powers, which surfaced at a remarkably young age, his parents have seen to it that most of his powers have been dampened until he is not so vulnerable to environmental stimulus.

TRASK, LARRY

Mutant villain (deceased)

F	6	Ty	Health = 28
A	6	Ty	
S	6	Ty	Karma = 34
E	10	Gd	
R	20	Ex	Resources = Ex (20)
I	4	Pr	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Precognition: Larry had his mutant power hidden from him most of his life by his father and the medallion his father gave him. When Larry was no longer dampened, he had uncontrollable precognitive sights, and could even see the death of characters in the future. If Larry is used in the game, the Judge should roll a Psyche FEAT roll for Larry at the beginning of each adventure. A white or green result indicates Larry has no visions. A yellow or red result indicate that Larry has had a vision of his near future timeline. The Judge should determine what the vision is, write it down, tell the player running Larry about it, then make sure it is added to the adventure sometime in the next few days of game time. The event may be anything from the performance of a crime to a character's defeat.

Medallion: Larry's father was Bolivar Trask, the inventor of the Sentinels. Bolivar did not trust mutants and saw them as threats to mankind. When he discovered that his own son was a mutant, though, he could not turn him in. Instead, Bolivar designed a hi-tech device disguised as a medallion that prevented Larry's power from fully manifesting and screened Larry from all mutant scanners, whether artificial or characters. The medallion did its work so well that Larry never suspected that he was a mutant. After the medallion was removed and Larry was discovered to be a mutant, the medallion disappeared. Its location today is unknown.

TALENTS: Larry had the Engineer talent and an Incredible Reason in the fields of cybernetics and robotics. He was the creator of the Mk II Sentinels, the most powerful Sentinels yet devised.

CONTACTS: Larry had contacts with the government and the military.

RUNNING LARRY TRASK: Larry became obsessed with destroying mutants when his father was destroyed by the Sentinels he created. Larry blamed the X-Men for the death, and designed the Mk II Sentinels to hunt down all mutants and destroy them. This all changed when Larry discovered he was a mutant. He helped the X-Men defeat the Sentinels. Later, he helped the Avengers locate the remaining Sentinels in the desert, but Larry was killed by one of his own creations who saw him as nothing more than a mutant threat.

WHIRLWIND

David Cannon

Mutant villain

F	10	Gd	Health = 90
A	40	In	
S	10	Gd	Karma = 18
E	30	Rm	
R	6	Ty	Resources = Ty (6)
I	6	Ty	
P	6	Ty	Popularity = -8

KNOWN POWERS:

Spinning: Whirlwind can spin his body up to 400 revolutions per minute. He has an almost perfect sense of balance. Only a character with Unearthly or greater Strength can try to grab or grapple and stop him while he is spinning.

Lightning Speed: He can travel while spinning, looking like a small hurricane. When traveling in this form, he has Excellent Land Speed.

Flight: Whirlwind can fly at Good Air Speed for up to 12 rounds. He is unable to use his arms for anything else while flying because he is using them as crude helicopter blades.

Force Field: Any time he is spinning, Whirlwind has the equivalent of Remarkable body armor. If he does nothing else, and spends one round preparing, he can create an Incredible air cushion force field.

Tornado: Whirlwind can create tornado-force winds in the area he occupies and all adjacent areas. Loose objects in these areas are picked up and hurled with great force. Whirlwind has a +2 CS to the damage he causes by using this attack form. He can also pick up people (Strength is Remarkable for this task) by making a red Grabbing FEAT roll. If he tosses them while still in tornado mode it causes Remarkable damage to the victim. He must make an Agility FEAT roll if he wants to toss someone or something to a specific spot.

CONTACTS: Whirlwind worked as a circus performer, pro wrestler, and professional iceskater in his younger days and has Good contacts in those areas. In the past, he has worked with the villains Count Nefaria, Ultron,

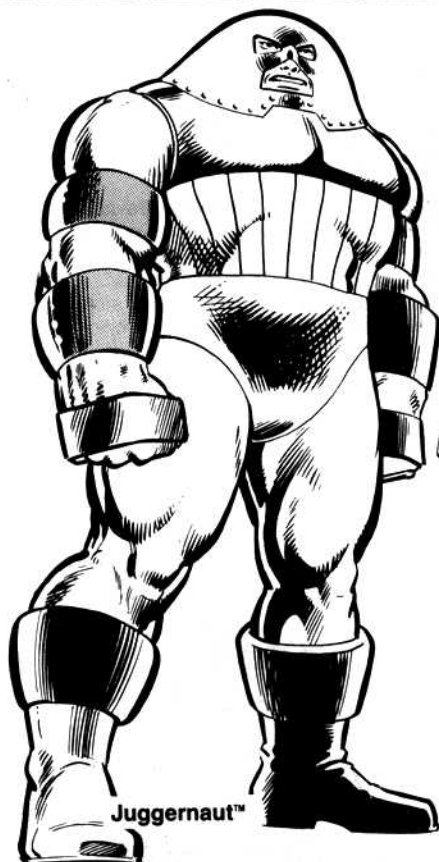
Klaw, Melter, Radioactive Man, Egghead, Moonstone II, Beetle, Scorpion, Shocker I, and Tiger Shark. Consider him to have good underworld contacts for the sake of acquiring a new identity.

RUNNING WHIRLWIND: When David Cannon learned of his mutant powers, he quickly put them to use becoming a bully and petty thief. He tends to be a bit of a braggart, is self-confident, and prefers working alone or as a freelance criminal hired for a specific job.



Whirlwind™

VIPs



Juggernaut™



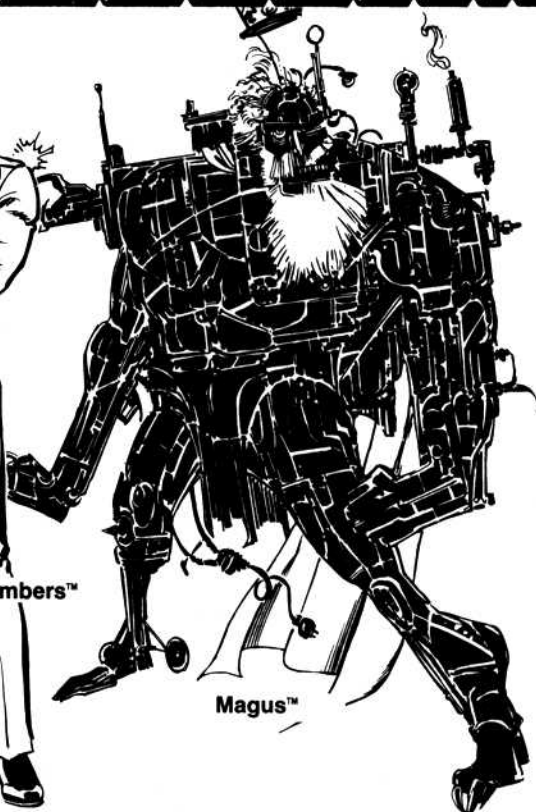
Miss Locke™



Arcade™



Mr. Chambers™



Magus™

This section includes those non-mutant characters who have had great impact on the lives of certain mutants (like the X-Men) or mutants as a whole (like Peter Henry Gyrich). The format for these characters is the same as that used for mutant characters, but sometimes an abbreviated format is substituted for characters that will seldom be used in a game, or only appear to add flavor to the game. V.I.P.'s are broken down into three specific groups: villains, supporting characters, and aliens. Villains include those non-mutant villains that either have clashed with one of the mutant hero teams a number of times, or have an important connection to a mutant (like the Silver Samurai's lover and partner in crime, Viper). Supporting characters are non-powered characters who are friends or antagonists of mutants and have figured in a number of Marvel mutant storylines. Aliens include those alien races that have battled, befriended, or allied with mutant teams in the past.

VILLAINS

ARCADE

(real name unrevealed)
Human villain

F	6	Ty	Health = 42
A	20	Ex	
S	6	Ty	Karma = 56
E	10	Gd	
R	30	Rm	Resources = Rm (30)
I	20	Ex	
P	6	Ty	Popularity = -5

KNOWN POWERS: None.

Weapons: Arcade has been known to carry any number of different handguns, his favorite being a dart pistol that fires initialed darts tipped with Amazing intensity knockout poison (holds five darts, range is 3 areas, any body armor over Excellent stops them, they do not inflict damage).

TALENTS: Arcade's Reason is Incredible in the fields of mechanics, robotics, architecture, and applied technology.

CONTACTS: Arcade has Incredible contacts for acquiring advanced technological items and weapons. He has two assistants that are listed right after this entry. They are completely loyal to him. Arcade may have some contact with Toad as he set him up with his own amusement park in the past.

RUNNING ARCADE: Arcade is a psychotic killer. He discovered this early in his life when he claims he murdered his father rather than be disinherited. It was so easy for him that he felt it was his true calling and he has used his vast wealth since to build numerous death-trap complexes called Murderworlds. It is not the taking of another life that thrills Arcade, it is the game he always places them in to do it. He loves the game and the thrill of the chase, especially when the opponent's stake is his life. Arcade does have a bizarre sense of honor, though, and he will allow an opponent to leave his complex if the opponent has won. He has coerced the X-Men to play in his Murderworlds in the past numerous times.

In addition to his two assistants, Arcade employs numerous advanced technology robots in his Murderworlds that resemble humans and super powered characters. They are equipped with built-in devices that simulate those character's physical powers and abilities (all powers operate at -1 CS from the original).

MISS LOCKE

(full name unrevealed)
Human henchman

F	10	Gd	Health = 36
A	10	Gd	
S	6	Ty	Karma = 0
E	10	Gd	
R	10	Gd	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 0

KNOWN POWERS: None.

RUNNING MISS LOCKE: Miss Locke is a devoted agent of Arcade's, and is responsible for the coordination of the Murderworld complex. She is also often used as bait when Arcade kidnaps "players" for his Murderworlds. Locke herself is a psychotic killer. Once a year, Locke is allowed 24 hours to kill Arcade and take over Murderworld using Murderworld as the battlefield. In the past, he has recruited or coerced heroes into protecting him during this life and death game.

MR. CHAMBERS

(full name unrevealed)
Human henchman

F	10	Gd	Health = 32
A	10	Gd	
S	6	Ty	Karma = 0
E	6	Ty	
R	20	Ex	Resources = Ty (6)
I	6	Ty	
P	6	Ty	Popularity = 0

KNOWN POWERS: None.

TALENTS: Chambers's Reason is Remarkable in matters of mechanics and electronics.

RUNNING MR. CHAMBERS: Mr. Chambers is a devoted agent of Arcade's, and is responsible for the maintenance and repair of the Murderworld complex. He is also used as a strongarm when Arcade kidnaps "players" for his Murderworlds.

FENRIS

Andrea and Andreas Strucker
Altered humans

ANDREAS

F	10	Gd	Health = 46
A	6	Ty	
S	10	Gd	Karma = 20
E	20	Ex	
R	10	Gd	Resources = Ex (20)
I	4	Pr	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Concussive Force: When in physical contact with his sister, Andreas can fire a bolt of unknown energy causing Incredible damage through concussive force. He cannot fire his beam when his sister is firing hers.

ANDREA

F	6	Ty	Health = 42
A	10	Gd	
S	6	Ty	Karma = 36
E	20	Ex	
R	10	Gd	Resources = Ex (20)
I	6	Ty	
P	20	Ex	Popularity = 0

KNOWN POWERS:

Disintegration Beam: When in physical contact Andrea can fire a beam that will disintegrate matter at an Incredible intensity. It has no effect on items with Monstrous Material Strength or better. She cannot fire her beam when her brother is firing his.

Agents: The Strucker twins organized and lead a secret terrorist organization, also named Fenris. Agents of this organization are sometimes equipped with hi-tech battle suits. These battle suits add a +3 CS to the agent's Strength (maximum of Remarkable), a +4 CS to the agent's Endurance (maximum of Incredible), provide Incredible protection vs. physical attacks and Remarkable protection vs. heat, cold, radiation, and energy attacks, and provide Poor Air Speed flight capability. Fenris agents have access to hi-tech weaponry and gadgets.

RUNNING FENRIS: Andreas and Andrea Strucker are the twin children of Wolfgang von Strucker, a deceased Nazi war criminal and creator of the subversive organization called HYDRA. He had his children genetically altered so they would have super powers. Now that he is dead, they have started their own terrorist organization, also called Fenris. So far, they have tried to kill Magneto, Professor Xavier, and Gabrielle Haller, three antagonists of their father. They also tried to blame many criminal acts on the X-Men, and destroy them. They have encountered Ororo (Storm) on her own in Africa (not knowing she was an X-Man) and casually shot her down (they thought they killed her). The two are dangerous, psychotic killers who will let nothing stand in the way of their immediate gratification, let alone their long term goals. Their present whereabouts and plans are unknown.

JUGGERNAUT

Cain Marko
Magically altered Human

F	30	Rm	Health = 234
A	4	Pr	
S	100	Un	Karma = 20
E	100	Un	
R	6	Ty	Resources = Ty (6)
I	4	Pr	
P	10	Gd	Popularity = -30

KNOWN POWERS:

Movement: Juggernaut can normally move 2 areas per round. He is, however, literally unstoppable. Consider him a Class 1000

object for determinations of Material Strength. Buildings, cars, and other, similar solid objects do not slow him. Spider-Man's webbing, force fields, and the like will slow him to 1 area per round. The only way to "put him on ice" is to either neutralize him psionically, or do something like throw him into hardening concrete 100 feet deep (which once kept him "on ice" for a few months).

Invulnerability: Cain's mystical transformation not only made his body extraordinarily resistant to injury, it also provided him with a mental force field that he constantly keeps around his body. This all equates into Class 1000 body armor, protecting him against physical damage, energy attacks, radiation, toxins, corrosives, heat, cold, and gases. He has no need to breathe, eat, or drink (his mystical energies sustain him), and is not subject to any diseases. In addition, Juggernaut has Monstrous resistance to magical attacks. He is still vulnerable to mental and emotional attacks, but wears a helmet from the mystic entity of Cytorrak that acts as an Unearthly force field from such attacks. He has welded this helmet around his head (with Monstrous Strength welds), so that it is difficult to remove. Recently he has fashioned a skull mask of the same material and wears it underneath the helmet in case the helmet is ripped off.

Juggernaut does have a few vulnerabilities. If, for some reason, he lowers his force field, certain highly concentrated energy attacks can jam his neural system, making him helpless. He can be affected by certain mystical forces (Cytorrak spells or items gain +1 CS against Juggernaut). Marko once used the Ruby of Cytorrak to give his partner, Black Tom, Juggernaut-like powers. Instead of raising Black Tom's abilities to Juggernaut's, it altered both of their statistics (lower Juggernaut's Fighting, Strength, and Endurance by -2 CS and use those ranks for both characters, lower the Invulnerability and Force Field to Monstrous for both, take away Black Tom's blasting power). Cain eventually was able to reverse the process and threw the ruby into orbit, so that no other man could become a Juggernaut and steal his power.

CONTACTS: Cain is the partner and best friend of the mutant villain, Black Tom Cassidy.

RUNNING JUGGERNAUT: Unlike his half-brother, Professor Xavier, Cain is a spiteful, angry, vengeful man. He gained his powers as a result of raiding a Cytorrak temple located in Asia; he stole a mystic gem and thereby incurred a curse that turned him into a juggernaut. Thereafter, he turned to crime and, although many of his crimes have been foiled by the X-Men and others, Juggernaut has never been caught—and if he were, what prison could hold such an unstoppable man?

LADY DEATHSTRIKE

Oyama Yuriko
Cybernetically altered human

F	30	Rm	Health = 100
A	30	Rm	
S	20	Ex	Karma = 22
E	20	Ex	
R	6	Ty	Resources = Rm (30)
I	10	Gd	
P	6	Ty	Popularity = 0

KNOWN POWERS:

Cybernetics: Oyama has had her abilities boosted to their present level through the implantation of cybernetic devices. Her cybernetic body sections act to give her an overall Excellent body armor. She has a built-in medical scanner that can be tied into a computer of her choosing or to agents in her employ so they can follow not only her exact location, but they can monitor her Health status, consciousness status, etc. and rush to her aid if she needs it. She is equipped with a built-in communicator, range is 1 mile in the city, 10 miles in the country. She also has built-in optical enhancements that allow her to see farther than normal, in the dark, and prevent her from being blinded. Her cybernetic systems heal her at a rate of 6 points an hour. And she has claws built into her hands (not outside like Wolverine's) that can extend at will and cause up to Incredible damage on the Edged Attack column.

TALENTS: Oyama speaks fluent Japanese and English.

CONTACTS: Oyama has contacts with Spiral and her Body Shop, the location where she underwent her cybernetic transformation. She has had agents in her employ transformed to cyborgs in the past to help her track down and kill Wolverine. The original three agents were agents that Wolverine trashed and who hated him with a passion. Her cyborg agents are each different and can be equipped with almost anything (see the Villainous Agents at the end of this section).

RUNNING LADY DEATHSTRIKE: Oyama is the daughter of a scarred Japanese warlord who developed the process to bond adamantium with bone. He was slain while fighting Daredevil, and she seeks to regain her father's honor by rediscovering the secret process. For past transgressions against her family Oyama hates Wolverine as much as Daredevil. In an effort to hunt him down and kill him, Oyama sought out Spiral's Body Shop and became a cyborg. She has already failed to defeat Wolverine in her cyborg state once. Though Wolverine could have killed her, and she wished for death, he refused. As a result she hates him even more and she will hunt him again as soon as she is able.

LIVING MONOLITH

Ahmet Abdul
Latent mutant villain

F	6	Ty	Health = 46
A	10	Gd	
S	10	Gd	Karma = 46
E	20	Ex	
R	20	Ex	Resources = Gd (10)
I	6	Ty	
P	20	Ex	Popularity = 0

KNOWN POWERS:

Latent Mutation: Ahmet is a perfect example of a latent mutant, one who may be a mutant, but whose mutant powers do not manifest themselves naturally. Usually a latent mutant becomes a super powered character by setting off his mutations through a chemical accident, a dose of radiation, etc. Ahmet becomes the Living Monolith when he absorbs a massive amount of cosmic energy. He usually requires a cosmic battery to trigger his mutant powers. So far only three batteries have been discovered; Alex Summers (who, as Havok, absorbs cosmic energy naturally), the Fantastic Four members Mr. Fantastic, Invisible Woman, Thing, and the Human Torch (who were created by cosmic energy), and the Cheops Crystal.

Cosmic Ray Absorption: When Ahmet absorbs excessive cosmic energy he begins to change into the Living Monolith through different phases. These are listed below.

PHASE I LIVING MONOLITH (previously called the Living Pharaoh)

F	10	Gd	Health = 80
A	10	Gd	
S	30	Rm	Karma = 50
E	30	Rm	
R	20	Ex	Resources = 0
I	10	Gd	
P	20	Ex	Popularity = 0

Additional Powers: His body must be treated as Excellent body armor vs. physical and energy attacks.

Movement: Excellent Land Speed.

RUNNING PHASE I: Ahmet must receive cosmic radiation of a medium level (Excellent or Remarkable rank) for a while before turning into the Phase I Living Monolith. To do this, he must be within 10 areas of the source of cosmic radiation for at least 10 rounds. He then grows to 26 feet, but still looks human.

PHASE II LIVING MONOLITH

F	20	Ex	Health = 130
A	20	Ex	
S	40	In	Karma = 70
E	50	Am	
R	20	Ex	Resources = 0
I	20	Ex	
P	30	Rm	Popularity = 0

Additional Powers: The Phase II Living Monolith has a body that acts as Incredible

body armor vs. physical and energy attacks. He also acquires the power of firing Incredible ranked energy blasts at a range of up to 3 areas.

Movement: Remarkable Land Speed.

RUNNING PHASE II: Ahmet must receive cosmic radiation of a high level (Incredible or Amazing rank) for 30 rounds before turning into the Phase II Living Monolith. To do this, he must be within 20 areas of the source of cosmic radiation. He then grows to 33 feet tall. He then begins to take on the gray hue and texture of stone and his eyes begin to glow slightly.

PHASE III LIVING MONOLITH

F	30	Rm	Health = 175
A	20	Ex	
S	50	Am	Karma = 80
E	75	Mn	
R	20	Ex	Resources = 0
I	20	Ex	
P	40	In	Popularity = 0

Additional Powers: The Phase III Living Monolith has a body that acts as Remarkable body armor vs. physical and energy attacks, including heat, cold, and non-cosmic radiation. He is completely impervious to diseases, gas, and toxins in this phase. His energy blasts increase to Amazing rank at a range of up to 5 areas.

Movement: Incredible Land Speed.

RUNNING PHASE III: Ahmet must receive cosmic radiation of a Monstrous level for 10 hours or an Unearthly level for 50 rounds before turning into the Phase III Living Monolith. To do this, he must be within 30 areas of the source of cosmic radiation. He then grows to 41 feet tall and appears to be made of living stone, except for his glowing eyes.

This is as far as the Living Monolith normally progressed. Ahmet usually lost his powers after he was defeated. Any damage he sustained as the Living Monolith did not transfer to his human form unless it brought his Health below 46 points. Any damage sustained in human form was transferred to his Living Monolith form if he changed.

PHASE IV LIVING MONOLITH

Not content with Phase III, Ahmet finally began, in his Phase III form, to be able to absorb cosmic radiation from the atmosphere, growing hundreds of feet in height and shifting all of his powers up +2 CS and all of his abilities up to Class-3000 level, until he went into space and became a "living planet."

Limitations: Ahmet never receives any Karma once he ascends past Phase II.

TALENTS: Ahmet has Remarkable skill as an archeologist. He can speak fluent Egyptian or English.

CONTACTS: Ahmet is also known as the

Living Pharaoh. He is the leader of an international cult that believes he is the direct descendant of the pharaohs and should rule the earth. He has thousands of villainous agents with hi-tech weapons and vehicles all around the world at his disposal.

RUNNING THE LIVING MONOLITH: Ahmet Abdol has an interesting theory concerning the ancient Egyptian pharaohs. He believes they were powerful mutants and ruled through those mutations. This theory became an obsession and, through experimentation, found that he was a latent mutant. He also discovered Alex Summers' mutant powers and kidnapped him so he could serve as the medium for Ahmet's powers. Ahmet became a man hungry for power and convinced that he should one day rule the Earth. Instead, he became a god among men, then ascended to become a planet, happy and content at last that he was at peace with himself.

MAGUS

Magus is his only name
Alien

F	75 Mn	Health = 775
A	100 Un	
S	100 Un	Karma = 275
E	500 Shift Z	
R	75 Mn	Resources = None
I	100 Un	
P	100 Un	Popularity = 0

KNOWN POWERS:

Shapechanging: Magus is a "techno-organic" metamorph, able to alter his shape and form into any form he desires. His actual height, for example, can be from 6 feet to 45 million nautical miles (the massive sizes only when he is not around any gravitational fields). He can extend any portion of his body 10 areas away from his main trunk, including his optic sensors. He can modify his Amazing Material Strength body to form plugs, supports, vehicles, even a fully operative spaceship for twenty with life support — in short, he can turn himself into anything. He has Unearthly control over these changes and can maintain them under stress. Portions of his body can be separated or shredded (Incredible Material Strength if shredded), and Magus will merely regrow that part in normal healing.

Holographic Projection: Magus is equipped with a holographic projector that can present an image at a distance of up to 20 areas away. The only way to "disbelieve" these images is to touch them. He can present the image of anything he sees or has seen and stored in his memory.

Cloaking: Magus is completely cloaked, as Class-1000, against any form of electronic tracking, sonar, radar, psionics, or physical tracking powers or talents. It is not known if he can be detected by magic.

Form Change: Because Magus is both organic and mechanical in nature, he can also assume the shape and appearance of anything organic as well as anything mechanical. Thus he can appear as a human or alien male, female, or whatever. He has Amazing skill at copying specific humans.

Conversion and Draining: Magus can immediately heal damage. He does this by fundamentally altering the DNA structure of an organic entity and transforming it into a techno-organic construct, like himself. Then he simply drains the energy (its "lifeflow"), thereby rendering it inert. This is accomplished through Magus's touch when he wills it. It leaves behind a lifeless, crystalline shell of the organism he drained. The amount of healing gained depends on the source (equal to the Health of living creatures, Material Strength rank for objects such as plants and food, or Judge's discretion). While Magus knows the difference between a human being and a lower life form animal, he does not really care what he drains as long as it feeds him. He performs this conversion as a FEAT roll vs. unearthly intensity.

Stellar Movement: Magus can travel through the vacuum of space with no difficulty and can pass through hyperspace at Class-3000 Air Speed.

Limited Telepathy: Magus has Incredible telepathy for the purpose of learning a new language from a planet's native. It takes him five rounds to assimilate the language.

CONTACTS: None.

RUNNING MAGUS: Magus's home planet has evolved a combination man/machine as its dominant life form. Young are produced on a genetic production line, with the elders weeding out the weak and unsuitable in a battle to the death (called a "hunt"). Magus, apparently the ruler of his planet, has come to Earth looking for his runaway offspring, the New Mutant called Warlock. Magus plans on destroying Warlock, and thereby ending the hunt. He has already been stopped once by the X-Men and has not been seen since, as he does not wish his presence to be known by other local characters of his power level (Galactus, Odin, and so on).

SAURON

Dr. Karl Lykos
Altered human

F	6 Ty (20 Ex)	Health = 32 (90)
A	6 Ty (20 Ex)	
S	10 Gd (20 Ex)	Karma = 60
E	10 Gd (30 Rm)	
R	20 Ex	Resources = Ty (6)
I	10 Gd	
P	30 Rm	Popularity = 0

KNOWN POWERS:

Life Force Vampire: On an exploration into the

Savage Land, Dr. Lykos was bitten by a radioactive Pteranodon, possibly part of the evolution that allows the ancient flying dinosaur to yet live. Chemicals from the dinosaur's body mixed with Lykos's own metabolism, altering the way his body attains sustenance. Now Dr. Lykos has no need to physically eat, but he must drain the life force out of living animal organisms to survive. For a while, Lykos lived on humans, paralyzing them with hypnosis (they have a Psyche FEAT to resist), then draining small amounts from them during their visit to his office. It takes Lykos 30 rounds to completely drain a human being, leaving it a shell of its former self. After a half hour of being drained, all abilities and powers of a character are reduced by -1 CS for at least two days. By continuing this process, eventually a creature drops below Feeble in all of its abilities and dies. Currently, Lykos has his cravings relatively in control and only feeds on lesser animals. If he feeds on the life force of a mutant, he turns into a pteranodoid, a humanoid pteranodon.

Pteranodoid Form: In this humanoid, bipedal form of a pteranodon, Lykos reverts to the character of Sauron and becomes much more bestial in his desires and morals. He grows wings with manipulative claws at the ends. His ability scores increase to those in parentheses. Damage to Karl's pteranodoid form is healed when he returns to human form unless either the damage is done by radiation or his Health drops below 32. In these cases, the damage is then transferred to his normal state. Any damage Karl suffers to his human form is transferred over to his pteranodoid form. Karl's powers wear off in 1-10 days or immediately if he suffers the equivalent of an Unearthly energy shock in a single round.

Wings: In his pteranodoid form, Sauron can attain Good Air Speed and has Monstrous Agility to maneuver in the air. He can carry up to 500 lbs. in flight. His hands turn to claws that can cause Typical damage on the Edged Attack column, but are still manipulative enough to handle technological items.

Talons and Beak: When in pteranodoid form, Sauron's feet become talons and his skull takes on the shape of the long "beaked" pteranodon. Both his bite and his talons can cause Excellent damage on the Edged Attack column. He can only use his talons if he is flying and his Strength is considered +1 CS for purposes of Grabbing a target and flying away with it. He can only use his beak if he is holding something or right next to an opponent. Therefore, for game's sake, he can never use both beak and talon attacks in the same round.

Warped Hypnosis: Sauron can psionically warp an opponent's concept of reality and present it as a nightmarish world where everyone is a monster. He does this by a form of instant hypnosis whereby any individual

character who is in line-of-sight and makes eye contact with Sauron must make a Psyche FEAT roll or be warped. A successful roll means that the target has avoided Sauron's eyes in time and is not hypnotized. If he looks at Sauron's face again, he must make another roll. If any Psyche FEAT roll fails, it means that the victim now sees others, especially his former comrades, as monsters and will attack them immediately. This warped illusion will last for 2 + 1-10 rounds (or until the affected character is knocked unconscious), even if Sauron leaves the area.

Special Trick: Sauron will often fly to surprise a target, then use his hypnosis on him (Judges may want to grant a player character +20 Karma for good roleplaying as a hypnotized victim).

Vulnerability to Cold: Sauron dislikes the cold intensely and, thus, cannot climb to great altitudes. When he enters an area where the temperature is 45 degrees or below, all of his powers and ability scores lose -1 CS. For every 10 rounds he stays in a cold area (or is wrapped in ice, etc.), he loses an additional -1 CS (not to lower below Feeble).

CONTACTS: None.

RUNNING SAURON: The tale of Dr. Lykos is very similar to those old Wolfman movies; a decent, respected doctor is accidentally transformed into a monster and must commit hideous acts to stay alive. Eventually Dr. Lykos returned to the Savage Land to live there as Sauron and hunt free and wild. Supposedly, he has since been cured of his metamorphic disease, but since he has not been heard from recently, no one knows if this is true or not.

SAVAGE LAND MUTATES

Mutated Swamp People from the Savage Land
Used by Magneto as agents

AVERAGE MUTATE ABILITIES

F	10	Gd	Health = 42
A	6	Ty	
S	6	Ty	Karma = 20
E	20	Ex	
R	4	Pr	Resources = Fb (2)
I	10	Gd	
P	6	Ty	Popularity = 0

BACKGROUND: In his villainous past, Magneto tried many schemes that organized mutants into an effective force that he used to try and take over the world, assuring mutantkind a safe place in it. One of his schemes took place in the Savage Land, a secret prehistoric world best known as the land of Ka-Zar. By assuming the guise of "the Creator," he built a large installation. Using his superior intellect in the field of genetics, his magnetic manipulation powers, and tapping into the power of the South Magnetic Pole for immense energy, he used this energy on a handful of Swamp People, no more intelligent than the average prehistoric man, and

mutated them. He called them the Strange Ones, and later, Neo-Mutants, but they are known to everyone else involved as the Mutates of the Savage Land. Each character had his own, unique power, but instead of being born with them, as a mutant is, Magneto "granted" them the power, along with an increased intellect. He planned on mutating thousands of the Swamp People and, with this super powered army, conquering the world, but the X-Men foiled his plans. Those Savage Land Mutates that he had created eventually devolved back to their original state, except Lorelei who later joined Magneto's Brotherhood of Evil Mutants.

The Savage Land Mutates that Magneto had created are listed below:

AMPHIBUS: Amphibus looked like a large frog, was amphibious (could stay submerged in water for an hour), and had a Monstrous Leaping rank.

BARBARUS: Barbarus had four arms that he had complete control over, he could attack with all four of them a round. He used either his fists, grappled, or used a bludgeon weapon. He also had Amazing Strength, Remarkable Endurance, and Excellent Fighting abilities, resulting in a 106 Health.

BRAINCHILD: Brainchild possessed a computer-like mind, an Amazing Reason, but the emotions of an adolescent. He could throw stone axes with Amazing Agility, and always carried at least one with him. It was Brainchild who restored Magneto's machines and tried to create more mutates.

EQUILIBRIUS: If one looked into Equilibrium's eyes (required line-of-sight), one had the chance of being affected by his power to distort the equilibrium. Equilibrium's Psyche was Incredible. A character who looked in the direction of Equilibrium's face had to make a Psyche FEAT roll vs. Incredible intensity. A successful roll meant that the potential victim averted his eyes in time, but any subsequent viewing of Equilibrium's face would require another check. An unsuccessful roll meant that Equilibrium had induced vertigo in the character. A character with this affliction had an immediate -4 CS to all actions and could not stand up. This lasted for 1 + 1-10 rounds.

GAZA: Gaza was a giant with Incredible Strength and Endurance, and a 96 Health. He was blind, but could see psionically and therefore was not affected by illusions and could not fall victim to any attacks that required the victim to look into someone's eyes.

LORELEI: See her description in the Brotherhood of Evil Mutants section.

LUPO: Lupo could psionically summon and command carnivores with Remarkable skill, except wolves, with which he could talk and control with Amazing skill.

PIPER: Piper was so named because he could play pan pipes or other woodwind instruments and, through the manipulation of their sonics, summon and command any monsters, mindless savages, or animals hearing it. The range of his music is 12 areas in the country, 2 areas in the city. His Psyche was Remarkable in this power, and he had to make a successful Psyche FEAT roll to manipulate the creature.

VERTIGO: Vertigo had the same power as Equilibrium but she could only affect one individual at a time. Also, her power was through a psionic blast, not eyesight. Instead of the victim making the FEAT roll, Vertigo must make a successful Psyche FEAT roll to succeed: Her Psyche is Incredible.

VIPER

(real name unrevealed)
Human terrorist/villain

F	20	Ex	Health = 70
A	20	Ex	
S	10	Gd	Karma = 46
E	20	Ex	
R	20	Ex	Resources = Rm (30)
I	20	Ex	
P	6	Ty	Popularity = 0

KNOWN POWERS: None.

Weapons: Viper wears prosthetic fangs, which secrete a lethal poison (Remarkable potency rank) made from snake venom. Most hospitals carry an anti-venom that will prevent further damage from her poison but a victim must get to it before 8 hours elapses for it to be effective. She further outfits herself with the following:

- * Eight throwing darts tipped with the same poison (range is 2 areas, damage caused is 3 points plus the poison).
- * A laser pistol with an infra-red scope (range is 6 areas, damage caused is 25 points, it holds 5 shots before it has to be recharged, and can fire in the dark with no penalties for aim).
- * Any one of hundreds of hi-tech weapons developed by the old secret, subversive agency, HYDRA.

TALENTS: Viper uses all normal weapons (including ballistic and laser weaponry) with Remarkable skill. She has been rigorously trained in hand to hand fighting, knows all martial arts types, and has Excellent Strength when Grappling, Grabbing, or Escaping. Viper has Remarkable knowledge of all hi-tech items developed by both Hydra and many other criminal organizations; items such as vehicles, computers, defense systems, etc. Viper has the Leadership talent.

CONTACTS: Viper was at one time head of HYDRA's New York operations (under the alias Madame Hydra). She still has criminal contacts from those days. She was the reorganizer and leader of the dreaded Serpent Squad, and is considered to have Excellent

contacts with Cobra, Eel I (now deceased), and Princess Python. Since that time she has become the lover and partner of the mutant villain Silver Samurai, and has been the leader of many different criminal operations and organizations.

RUNNING VIPER: Viper is an attractive, well-built young woman, except that her hair always covers the right side of her face where she has been scarred in the past. Her whole adult life has been dedicated to the pursuit of criminal activities and she is one of the most experienced villains around. Her attitude (concerning all but her lover) is cold, calculating, and ruthless.

VILLAINOUS AGENTS

In the course of this book many agents of criminal organizations or government organizations have been mentioned (Project: Wideawake personnel, Hellfire Club agents, and so forth). Though all of these agents wear different uniforms, have different talents and goals, and have different leaders, they all can be classified into three groups: operatives (or agents), sub-commanders (or group agents), and commanders (or mission heads). The following statistics are provided for ease of game play. Judges should add additional talents and equipment as they see fit.

OPERATIVES

Human

F	10	Gd	Health = 32
A	6	Ty	
S	10	Gd	Karma = 18
E	6	Ty	
R	6	Ty	Resources = Pr (4)
I	6	Ty	
P	6	Ty	Popularity = 0

All operatives have a +1 CS with the weapons they carry, usually a handgun of some sort. Operatives generally are trained in the use of any installation or vehicular equipment available. Operatives will follow their superior's orders implicitly unless their combat group suffers over 65% casualties. In that case they all must make an Intuition FEAT roll. Any who fail will either run and hide, give up, or attempt to return to base on their own. (If the leader is with them, add another 5% to the total casualties lost before the group breaks).

SUB-COMMANDERS

Human

F	20	Ex	Health = 50
A	10	Gd	
S	10	Gd	Karma = 26
E	10	Gd	
R	10	Gd	Resources = Ty (6)
I	10	Gd	
P	6	Ty	Popularity = 3

All sub-commanders are +2 CS with all handguns and rifles. They know martial arts

type B. They have Excellent knowledge of all the organization's equipment. When a sub-commander is with a battle group, the loss of personnel climbs to 75% before a group will break ranks.

COMMANDERS

Human, mutants, aliens, cyborgs, etc.

F	20	Ex	Health = 70
A	10	Gd	
S	20	Ex	Karma = 30
E	20	Ex	
R	10	Gd	Resources = Gd (10)
I	10	Gd	
P	10	Gd	Popularity = 5

A commander is a right-hand man, a first lieutenant, the employee (or employees in the case of a large organization) that are the most valued and trusted...and powerful, after the leader. All commanders are +2 CS with all weapons available to the organization. They know martial arts types A & B. They have Remarkable knowledge of all the organization's equipment. When a commander is with a battle group and he has at least one sub-commander under him, the chance of the group breaking ranks is only considered after 85% casualties are inflicted on the group. Commanders are the most likely personnel to be saved by an organizational head.

CYBERNETIC AGENTS

Part human, part machine

F	30	Rm	Health = 100
A	20	Ex	
S	20	Ex	Karma = 16
E	30	Rm	
R	6	Ty	Resources = Gd (10)
I	6	Ty	
P	4	Pr	Popularity = -5

Cybernetic agents are often used by villains. Lady Deathstrike, herself a cyborg, has employed three of them at a time to act as body guards and flanking attackers when they hunted Wolverine. Often, they are agents who have lost limbs or other functions in service to the villain and the villain does not want to lose them or their loyalty. Generally, cyborgs are regarded as freaks, forced by themselves, and they hate whoever entered them into their partially artificial state by defeating them. Cyborgs always have organic brains. Consequently, they can be affected by those attacks which affect the mind (psionic, magical, illusions, etc.) These characters are considered human and Karma loss for completely destroying them is identical to killing a character.

KNOWN POWERS:

Armor: Cyborgs generally have Remarkable body armor vs. physical and energy attacks.

Resistance: Cyborgs usually have Amazing resistance to poisons, gas, heat, cold, and

disease.

Built-in Weapons: Most, but not all, cyborgs have some built-in weapons, usually a laser. A typical example is a laser built into the hand that fires Remarkable laser blasts at a range of 5 areas with a maximum of 5 shots before recharging is required.

Full Scanners: Most cyborgs are equipped with infra-red and starlight optics, sonar, and radar. This allows the cyborg to "see" in the dark, smoke, gas, underwater, or in the air. Consequently, if a cyborg is using a specific scanner and it is overloaded (such as a high heat blast while using an infra-red scanner), the cyborg is blinded for a round, then switches to another scanning mode the next round. If intense light, high heat, and strong sonics (Remarkable rank or higher for each) are all directed at a cyborg for 3 consecutive rounds, it loses all scanning functions and operates blindly (-4 CS for all actions).

Med-Scanners: Most cyborgs are equipped with an internal unit which scans their life support systems (breathing, brainwaves, etc.) and broadcasts that information to a master computer or controller somewhere. In this fashion, it can be known at a distance if the cyborg has been terminated or if it is in danger of such a fate.

Full Human Attack Capabilities: Cyborgs can use any weapon a human can, or can fight hand-to-hand. Some have programmed computer units in them that add talents to the unit, such as a +2 CS with guns or martial arts Types A through C.

Additional Equipment: The Judge can add various additional powers and capabilities to a cyborg; most duplicate powers of super heroes, though usually at a lesser rank. For every added power, though, a little more humanity must be sacrificed to machinery.

Limitations: Cyborgs are powered by various types of energies. While some of the most expensive and superior types have their own miniature nuclear reactors, most retain a charge of energy, such as electrical energy. The most common type of charge is the electrical charge that will power the unit for a 24 hour period. If the unit fails to recharge at this time, each ability and power loses a -1 CS per hour until all abilities are gone and the cyborg is dead. If death occurs, the mechanical units may be reactivated, but the brain is dead and gone. The cyborg may then only be refitted as a robot (Reason, Intuition, and Psyche all have Poor ability scores).

Supporting Characters



COOPER, DR. VALERIE

Human

F	6	Ty	Health = 32
A	10	Gd	
S	6	Ty	Karma = 40
E	10	Gd	
R	10	Gd	Resources = Gd (10)
I	10	Gd	
P	20	Ex	Popularity = 5

Valerie is an assistant to Judge Richard

Petrie, the President's National Security Advisor. She has been assigned to Project: Wideawake, despite her personal doubts about the project and Henry Peter Gyrich. She did such a good job in that assignment, that she has recently taken on added responsibility. She was approached by Mystique with a plan to convert her criminal organization, the Second Brotherhood of Evil Mutants, into a mutant deterrent team, Freedom Force. Valerie sold the President on

the idea and is now the Presidential liaison for that group. She was with Gyrich when Storm was stripped of her powers, and has been told by Rogue that she will pay for her actions.

CONTACTS: Dr. Cooper has extensive contacts with the U.S. Government and military.

CORBEAU, PETER

Human

F	4	Fb	Health = 44
A	10	Gd	
S	10	Gd	Karma = 50
E	20	Ex	
R	30	Rm	Resources = Ex (20)
I	10	Gd	
P	10	Gd	Popularity = 12

Peter Corbeau is an astronaut, physicist, engineer, and the designer of Starcore, the manned orbital solar laboratory. He is a friend of Professor Xavier's and has assisted the X-Men many times both on the ground and when they have gone into space.

CONTACTS: Peter has many contacts in the scientific community.

CORSI, THOMAS

Human

F	10	Gd	Health = 46
A	6	Ty	
S	10	Gd	Karma = 22
E	20	Ex	
R	6	Ty	Resources = Ty (6)
I	10	Gd	
P	6	Ty	Popularity = 5

Tom Corsi was a Westchester County Police Officer investigating an attack on Danielle Moonstar, when the Demon-spirit-bear who had attacked her sucked Tom into it (and later, nurse Sharon Friedlander). Tom was eventually freed from the spirit dimension, but as a handsome American Indian. Since that time, Tom has worked as the handyman for Professor Xavier at his School for Gifted Youngsters. Recently, Tom and Sharon were controlled by Empath, but seem to have regained control over their own lives.

FRIEDLANDER, SHARON

Human

F	6	Ty	Health = 38
A	6	Ty	
S	6	Ty	Karma = 36
E	20	Ex	
R	20	Ex	Resources = Ty (6)
I	10	Gd	
P	6	Ty	Popularity = 5

Sharon Friedlander was the Emergency admitting nurse the night that Danielle Moonstar was attacked by the Demon-spirit-bear. The spirit returned to finish the job and sucked Sharon into it (and earlier, officer Tom Corsi, who was a friend of Sharon's). Sharon was eventually freed from the spirit dimension, but as a handsome American Indian woman. Since that time, Sharon has worked as the resident nurse for Professor Xavier at his School for Gifted Youngsters, also performing some domestic duties out of love for her charges. She and Nightcrawler tend to all the X-Men and New

Mutants' medical needs (her ability with the computerized medical equipment in the mansion, including the auto-doc, makes her the equal of a doctor). Recently, Tom and Sharon were controlled by Empath, but seem to have regained control of their lives.

GYRICH, PETER HENRY

Human

F	10	Gd	Health = 32
A	10	Gd	
S	6	Ty	Karma = 30
E	6	Ty	
R	10	Gd	Resources = Am (50) (through his agency)
I	10	Gd	
P	10	Gd	Popularity = 10

Henry is a top agent for the National Security Council. His most publicized action to date revolves around his former position as liaison to the Avengers. His investigation into the Avengers security resulted in that group losing its government sanction and access to the government information net. This decision was later overturned in court. Henry was switched from this position to that of the director of Project: Wideawake (see the Mutant Menace section). His authorization comes from the office of the President, and he answers only to the Oval Office. It was Henry who first enlisted Forge's aid in creating devices for the U.S. Government, and it was Henry who confiscated Forge's neutralizer and used it to strip Storm's powers (though he was aiming at Rogue). Gyrich's obsession with his work shows the kind of man he is: cold, heartless, and aggressive. If it was up to him, every super powered person on Earth would have his powers stripped or be locked away.

CONTACTS: Gyrich has vast contacts with the U.S. Government and with law enforcement agencies.

HODGE, CAMERON

Human

F	4	Pr	Health = 26
A	6	Ty	
S	6	Ty	Karma = 36
E	10	Gd	
R	20	Ex	Resources = Gd (10)
I	10	Gd	
P	6	Ty	Popularity = 15

Cameron Hodge is an old college roommate of Warren Worthington III. He was working for one of New York's top advertising and public relations firms, when Warren hired him away to do research on public opinion concerning mutants, and how to change that opinion to a favorable one. Cameron came up with the concept of X-Factor and is now its chief administrator and public relations director. Cam also screens the mail, discarding the crank mail but alerting X-Factor to possible mutant recruits.

HUNTER, STEVIE

Human

F	6	Ty	Health = 56
A	20	Ex	
S	10	Gd	Karma = 30
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	10	Gd	
P	10	Gd	Popularity = 10

Stevie Hunter was a world-class dancer before an accident injured her legs. While she regained her ability to walk, she would never dance as she had before (even excessive strain such as running will make her legs go out). She then became a teacher of dance so that she could pass her training on to others. One of her students was Kitty Pryde (Shadowcat, though she was called Ariel then). As a result of that contact, Stevie soon became a friend of Charles Xavier and an instructor in dance and exercise for the New Mutants. She is fully aware of their powers, and has even assisted them on missions, playing a minor role.

LOCKHEED THE DRAGON

Dragon

F	10	Gd	Health = 52
A	30	Rm	
S	2	Fb	Karma = 60
E	10	Gd	
R	20	Ex	Resources = None
I	20	Ex	
P	20	Ex	Popularity = 0 (unknown)

Lockheed is a type of dragon, an alien creature that the X-Men discovered on the Brood's homeworld, where he hunted the Brood for food. Lockheed followed the X-Men home to Earth and adopted Kitty Pryde as his owner. Lockheed can fly at Typical Air Speed, and can hover in place. He can breathe fire up to 1 area away, causing Remarkable damage. Lockheed is impervious to fire and heat of Amazing level and under. His mind is of a type that not even Professor Xavier can penetrate (he has a Class-1000 Psi-Screen), so that no one is really sure what he is thinking, but it does appear that he understands English and may even have a language of his own. He has proven time and time again that he has a great love of eating and for his mistress, Kitty (though not necessarily in that order).

MACTAGGERT, MOIRA

Human

F	6	Ty	Health = 32
A	10	Gd	
S	6	Ty	Karma = 60
E	10	Gd	
R	30	Rm	Resources = Ex (20)
I	20	Ex	
P	10	Gd	Popularity = 13

Moira is a noted geneticist who maintains a research facility on Muir Island, off the coast of

Scotland. She is the daughter of the Scots Lord Kinross, and was the wife of Joseph MacTaggart, a member of the British Parliament. She has won a Nobel Prize for her work in genetics, and is a close personal friend and associate of Professor Charles Xavier. She and Charles were very close before the war, but drifted apart in the years that followed. Moira and Joe had a mutant son, named Proteus, who eventually killed his father before being killed himself trying to attack Colossus. The loss of her son has not prevented her from "having children." She is the guardian of Rahne Sinclair (Wolfsbane), and may possibly someday be the step-mother of Siryn, Sean's daughter. Moira is Sean Cassidy's love now, and splits her time between her research station and Cassidy Keep. She employs Jamie Madrox to work for her at the station.

RASSENDYLL, JUDITH

Human

F	6	Ty	Health = 24
A	6	Ty	
S	6	Ty	Karma = 18
E	6	Ty	
R	6	Ty	Resources = Rm (30)
I	6	Ty	
P	6	Ty	Popularity = 0

Judith Rassendyll was a college student who was out jogging one day when she was abducted by Arcade's man, Chambers, and released in Murderworld. Fortunately for her Kurt Wagner heard the sound of the huge vacuum truck they used to abduct her (he had been picked up the same way once) and rescued her. It seems that someone wanted her dead because, unbeknownst to her, she is the last of the Elfburgs, and heir to the throne of Ruritania. She and Kurt shared an affection for each other, but it has not had time to grow beyond that stage as she was whisked off to Ruritania by high government officials to become queen.

ROSSI, MICHAEL

Human

F	20	Ex	Health = 60
A	10	Gd	
S	10	Gd	Karma = 40
E	20	Ex	
R	10	Gd	Resources = Ty (6)
I	20	Ex	
P	10	Gd	Popularity = 10

Michael Rossi is a Colonel in the U.S. Air Force. His position is an undercover intelligence agent. He has been investigating various illegal government operations, especially Project: Wideawake. He was Carol Danvers partner and lover, when she worked for military intelligence. Rossi has met Rogue, who absorbed the personality of the woman he loved, and was taken aback as she automatically assumed Danvers's persona and

thought Rossi was an ex-boyfriend of hers. Mike has been invaluable to Professor Xavier, and has warned him of impending attacks and actions by illegal covert agencies a number of times in the past.

TALENTS: Rossi knows martial arts Types A and C. He has the Marksman and Espionage talents.

SEFTON, AMANDA

Jemaine Szardos
Human, sorceress

F	10	Gd	Health = 56
A	10	Gd	
S	6	Ty	Karma = 80
E	30	Rm	
R	10	Gd	Resources = Gd (10)
I	20	Ex	
P	50	Am	Popularity = 10

Amanda Sefton is an airline stewardess who began dating Kurt Wagner (Nightcrawler) shortly after he joined the X-Men. She was not put off by Kurt's demonic appearance because she was in reality the Sorceress Jemaine, Kurt's German childhood sweetheart. Some believed that Amanda's magical powers derived from her mother's magical influence. However, her mother, Margali of the Winding Road, had her magical powers removed by Doctor Strange (for her own good), and Amanda's still remain. If the Judge is using a general magic system within the campaign, suffice it to say that Amanda has Incredible magical powers, and can use all three types of energy, with two limitations: she cannot effect solid, non-living matter and she can perform no magic around cold iron.

If the Judge is using the *Realms of Magic* advanced magic system, then Amanda is a Disciple of Nature Magic (possibly fairy or druidic) with a vulnerability to cold iron. She has displayed the following powers in the past: Shield (Incredible), Protection from Fire (Remarkable), Healing (Incredible), Healing Others (Remarkable), Net (Incredible), and Death Image (Remarkable—can make herself or another willing character appear as though they are dead).

Recently, Amanda and Kurt have had difficulties in their relationship, stemming from his alienation that developed after he confronted the Beyonder and through his meeting Judith Rassendyll.

SOUTHERN, CANDY

Human

F	10	Gd	Health = 32
A	6	Ty	
S	6	Ty	Karma = 40
E	10	Gd	
R	20	Ex	Resources = Rm (30)
I	10	Gd	
P	10	Gd	Popularity = 6

Candy Southern is the long-time love of Warren Worthington III (Angel). They first met when Angel was a member of the original X-Men, and have been together off and on since then, finally setting up housekeeping in Warren's New Mexico "Aerie." When Warren volunteered his place as a headquarters for the New Defenders (now defunct), Candy's Remarkable Reason in business and management made her the logical choice as official leader of that team. But now that the New Defenders phase of her life is over and Warren has moved to New York City to set up X-Factor, plus the fact that his affections are beginning to respond to Jean Grey again, their relationship is beginning to be strained.

YASHIDA, MARIKO

Human

F	4	Pr	Health = 38
A	10	Gd	
S	4	Pr	Karma = 40
E	20	Ex	
R	10	Gd	Resources = Rm (30)
I	20	Ex	
P	10	Gd	Popularity = 20

Mariko is the daughter of Shingen Harada, former head of Clan Yashida and crimelord of the Tokyo underworld. She first met the X-Men when they visited the house of her cousin, Shiro Yashida (Sunfire). She soon fell deeply in love with Logan (Wolverine), and he with her. Her father, however, dictated her marriage to someone else, but in an ensuing conflict both her husband and her father were slain. Mariko's plans to wed Logan were interrupted, first by Mastermind, and later by her own sense of duty to deal with her father's legacy of crime. As head of Clan Yashida, Mariko has proven a reasonable, competent leader, but, through Mastermind's intervention, Mariko pardoned her step-brother Kenuichio Harada (Silver Samurai) and made him her heir. He and Viper would love to see her pass away...soon...so Kenuichio can inherit his father's criminal empire. Mariko has taken in the child Akiko, whose mother perished in a dragon attack on Japan that the X-Men turned aside.

Aliens



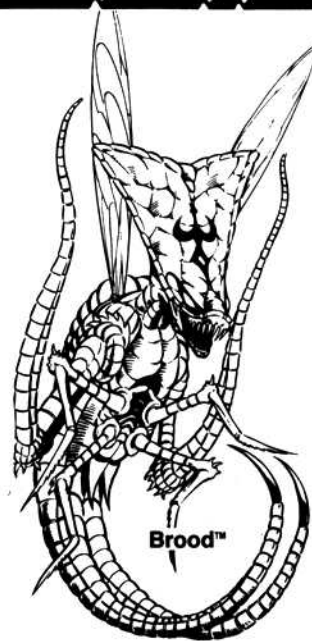
Deathbird™



Gladiator™



Lilandra Neramani™



Brood™

ACANTI

Alien Race

F	2	Fb	Health = 1222
A	20	Ex	
S	200	Shift Y	Karma = 1105
E	1000	C-1000	
R	75	Mn	Resources = None
I	30	Rm	
P	1000	C-1000	Popularity = 0

KNOWN POWERS:

Space Flight: Acanti are massive, space-faring creatures similar to Earth whales. They fly through the stars at Class-3000 speed.

Natural Invulnerability to Space: It seems that the Acanti (and their insides) are invulnerable to the cold and pressures of space. It is not known if they eat, or what, but it is presumed that they somehow absorb cosmic or solar energy to sustain themselves.

CONTACTS: The X-Men and Starjammers

saved this race from Brood enslavement in the past. They are held in great reverence by the Acanti.

RUNNING ACANTI: The Acanti are huge, sentient beings that have roamed the spaceways since creation in the endless pursuit of knowledge. They have a "racial soul," a knowledge/religious existence that is within their leader, the Prophet-Singer. The songs he sings, and the Acanti repeat, over the vast reaches of space keeps their society alive. If he were to die before passing on their knowledge and beliefs, the race would soon die. In their drive for galactic domination the Brood (see below) have used their bioengineering skills to turn the Acanti into living, mindless starships. They lobotomized the Acanti, equipped them with cybernetic controls which provided the Brood pilots with Good control, and outfitted the creatures with weaponry; lasers which cause Monstrous damage. And while they fly the cosmos,

spreading the Brood empire, they feed off of the inside of the Acanti. Eventually, the creatures die from flight exhaustion and internal damage. Their huge rotting corpses are then "beached" on a planet, where they serve as food sources for a colony and their bones provide the structures for Brood buildings. Recently, the X-Men and Starjammers destroyed Broodworld and, hopefully, have stopped the slaughter and hideous use of these wondrous creatures.

BROOD

Alien Race

AVERAGE BROOD MEMBER

F	20	Ex	Health = 50
A	10	Gd	
S	10	Gd	Karma = 22
E	10	Gd	
R	6	Ty	Resources = Ex (20)
I	6	Ty	
P	10	Gd	Popularity = -40

BROOD HUNTER

F 30 Rm Health = 60
A 10 Gd
S 10 Gd Karma = 36
E 20 Ex
R 10 Gd Resources = In (40)
I 6 Ty
P 20 Ex Popularity = -50

BROOD QUEEN

F 30 In Health = 110
A 10 Gd
S 20 Ex Karma = 140
E 50 Am
R 20 Ex Resources = Mn (75)
I 20 Ex
P 100 Un Popularity = -50

KNOWN POWERS:

Body Armor: All members of the Brood have thick, scaly hides that provide protection against physical and energy attacks. Normal Brood members' hides grant them Good protection, while the hunters and queen have Excellent protection hides.

Sting: All Brood have double tails ending in wicked spikes that have poison spines. Normal Brood have a Good proficiency with their tails, causing Good damage. Brood hunters have an Excellent proficiency with their tails causing Excellent damage, and the Brood queen has a Remarkable proficiency with her tail causing Excellent damage. Any character who is struck by this tail must make an Endurance FEAT roll vs. the poison's intensity or fall unconscious for 1-10 hours. The tail can only be brought into combat every other round.

Bite: All Brood members have razor sharp teeth that can cause Good damage. They can use their bites to attack nearby opponents every round, even those rounds that they use their tail.

Instant Disintegration: When any member of the Brood race reaches 0 Health, he dissolves on the spot.

Flight: Brood hunters have light, gauzy wings and can fly at Poor Air Speed.

Vulnerability to Dragons: Unexplainably, the Brood live in stark terror of an alien miniature dragon race that lived on "Broodworld," though they may not have been native to it. Lockheed, Kitty Pryde's dragon, is a member of that race. Though other flaming attacks do not seem to overly worry the Brood, they have a cumulative 25% chance per dragon present of breaking ranks and running scared, even in their queen's palace.

ADDITIONAL QUEEN STATISTICS: The Brood Queen is the absolute ruler of her race, though she may raise other queens to rule upon her demise. She has Unearthly telepathy with her subjects and can communicate with them over light-years. She also has a form of

limited precognition which allows her to anticipate character attacks (she cannot be surprised or blindsided). She can inject eggs into a living host (a character) by successfully striking with her tail (no poison is injected). She usually does this when the victim is unconscious. The victim must be alive during the entire 1-10 week incubation process for the new Brood queen to live. At the end of this time period, the character is transformed into a Brood queen with all the powers of the queen who automatically dies when the new queen is born. This process can be halted only by characters with high natural immunities, or by advanced medical aid. The queen has been known to plant eggs in more than six hosts at a time.

RUNNING THE BROOD: The Brood were natives of a nightmare planet known only as "Broodworld." Their society was an absolute matriarchy built on an organizational structure much like that of terran insects. The Brood race is savage, merciless, and motivated by the drive to eat, conquer, and produce more Brood. In their drive for domination, the Brood have developed advanced weaponry and bioengineering, and use other races for their pleasure (see the Acanti above). Recently, the Brood made the mistake of trying to conquer Earth. Eventually the X-Men and Starjammers were forced to encounter them in deep space and destroy Broodworld. Members of the Brood are scattered across the galaxies, but it is not known if any queens survived the destruction of their home.

SHI'AR

The Shi'ar Empire is an interstellar, multi-galactic, multi-species sovereignty that is under strict control of the Shi'ar, a race of avian/humanoid aliens. The native world of the Shi'ar race is called Aerie, but the ruling planet of the Empire is an artificial planet named the Imperial Throneworld. The empire is reached from the Solar System by a stargate, an interspace warp that allows a ship (or super powered individual who flies) to traverse space at Class-5000 Air Speed. All the stargates to the Empire are now heavily guarded, as a result of past Starjammer activities.

The ruling family of the Shi'ar Empire have undergone tempestuous times lately, and have plunged the Empire into civil war at least once, and possibly again soon. The rightful and declared heir to the throne was named D'ken, and was quite insane. His plans for expansionism included using ancient items of almost unlimited, and dangerous power. When his sister, Princess-Majestrix Lilandra Neramani, opposed him, he decided that she was attempting to usurp the throne. This plunged the Shi'ar government into a bloody civil war, that ended when the X-Men assisted Neramani in stopping D'ken from destroying the Empire by the misuse of power. He went incurably insane and is believed to have

destroyed himself.

After this the Shi'ar High Council decided that Lilandra was the next in line for the throne, and brought her back from Earth, where she was awaiting their decision, to rule. Shortly thereafter, Lilandra's sister, called Deathbird, who had been exiled for undisclosed crimes, led a successful coup d'etat against Lilandra. Deathbird's alien allies, the Brood, won the day for her, and Lilandra was forced to flee once more, taking refuge with the Starjammers and returning to Earth to await a counter-revolution. Meanwhile, Deathbird is running the Empire, and most probably planning on returning them to a more active state of expansionism, a policy they were learning to modify under Lilandra. If and when the counter-revolution takes place, the X-Men will probably have a part in it.

DEATHBIRD

Alien Mutant

F 20 Ex Health = 90
A 10 Gd
S 30 Rm Karma = 26
E 30 Rm
R 10 Gd Resources = Un (100)
I 6 Ty
P 10 Gd Popularity = 0

KNOWN POWERS:

Flight: Deathbird is a mutant because, though she comes from an avian/humanoid race, she is a genetic throwback with a feathered head and wings. She has Monstrous control over her flying, which can reach Good Air Speed for up to 6 hours, less if she is carrying extra weight. If she is on a high-energy food supply, which she can only get from Shi'ar sources, she can fly up to 20 hours. Her load-lift capacity is 290 pounds, but it must be attached to her back or feet as her arms are used to fly. She can hover in place, but not very well and not more than two rounds. She can use her hands for other things while flying.

Pinions: Deathbird's pinions (her wingtip feathers) are sharp, spur-like vanes and can be used for fighting, causing Good damage on the Edged Attack column.

Talons: Deathbird's fingernails are extraordinarily long, hard, and sharp. They cause Excellent Edged Attack damage, but are Remarkable Material Strength.

Berserk Frenzy: Deathbird can go into a berserk frenzy when she is in combat. She must make a red Endurance FEAT roll to do this, as it is a metabolic change over which she has no control. If the roll is made, both her Fighting and Endurance ranks increase by a +1 CS, but they do not alter her Health. She can only retain this frenzy for 10 rounds a day, as it is exhausting to the system.

Weapons: Deathbird carries a number of

telescoping "javelins" on her wristlets. These can be expanded to javelin length (a bit over two feet long) and perform different functions, depending on their type. She can throw these javelins with Remarkable Agility up to 4 areas away. The types of javelins that have been shown so far include:

- Normal javelin that is a blunt weapon causing Remarkable damage.
- Javelin which causes no physical damage, but releases a gas which fills up the area struck. The gas is distracting and hard to breathe. Everyone suffers a -1 CS for all FEATS performed in the area, unless they are protected from gas. The gas dissipates in three rounds, multiple strikes only expand the area of gas, not the potency.
- Two javelins that, when held in both of Deathbird's hands, then touched together, produce an Incredible strength electrical bolt. These two javelins can produce eight bolts, with a 2 area range, before they are drained.

CONTACTS: Deathbird has used the alien races of Badoon and Brood in the past to further her political aspirations. She has contacts with both, but does not trust them. She also enlisted the aid of rebellious members of the Royal Elite Imperial Guard in her coup (including Hussar, Fang, Warstar, and Quasar). Since she is now the acting Majestrix, it seems logical that she can order the entire Guard with complete confidence in their loyalty.

RUNNING DEATHBIRD: Deathbird is a crafty, usurping, manipulative woman. She has deposed her sister as Empress and plans to hold on to the throne by any means possible, even using members of alien races unfriendly to the Shi'ar Empire. She hates her sister, Lilandra Neramani, and will not rest until she is dead and the throne is secured.

GLADIATOR

Shi'ar

F	75 Mn	Health = 725
A	50 Am	
S	100 Un	Karma = 675
E	500 Shift Z	
R	100 Un	Resources = Mn
I	75 Mn	
P	500 Shift Z	Popularity = 15 (100 in the Empire)

KNOWN POWERS:

Invulnerable: Gladiator has the equivalency of Unearthly body armor against physical and energy attacks. He has Shift Z invulnerability to heat, cold, gas, disease, and most radiation, though it is known that he is not invulnerable to certain, unspecified, types of radiation.

Environmental Independence: Gladiator can survive in deep space with no air, heat, or sustenance other than what his body regenerates. For all intents and purposes, he

can live in any environment for at least two weeks.

Flight: Gladiator can fly both in space and in a planet's atmosphere. His Air Speed in space is Class-5000, but he slows down in a planet's atmosphere, most likely because the shockwaves of his normal speed combined with his invulnerable body would cause havoc on a planet's surface. If he is just flying from place to place on a planet and can attain a safe altitude, his Air Speed is Shift Z, but in combat or at low altitudes it is Incredible.

Psychic Reflection: Any character attempting a psionic attack against Gladiator must make a yellow Psyche FEAT roll. If it succeeds, it means the attacker was aware of the ramifications at the last second and stopped the attack. If it failed, it means the character's psionic attack was immediately turned back on him as an attack of the same type, but at a -1 CS strength.

Heat Beams: Gladiator is able to project heat beams from his eyes that cause up to Monstrous damage at a range of 10 areas.

Heightened Vision: Gladiator has vision that allows him to see a far greater distance than a normal person.

Items: Gladiator carries an inflatable incarceration bubble with him that can expand to hold up to six human sized characters. He uses this bubble to carry criminals, subversives, etc. through space with him, like a portable jail cell. The Material Strength of the bubble is Monstrous.

It is believed that many of Gladiator's powers may actually be psionic instead of physical powers. Through covert use of pyrokinesis, levitation, telekinesis, and illusion, he may appear to be something he really is not. Though this is a theory, it is known that if Gladiator begins to doubt himself, all of his powers are affected. For game's sake, if Gladiator begins to lose confidence in himself all of his powers' ranks drop by a -2 CS, and his abilities drop by a -3 CS until he regains his confidence.

It has also been theorized, but not proven, that some of Gladiator's powers may be enhanced by Shi'ar technology. He once picked up the Baxter Building (the skyscraper that houses the Fantastic Four Headquarters) without having it crumble, an almost impossible task without some form of technological device that would stabilize the structure. If he is using hi-tech devices, he has Unearthly access to them and control over them.

CONTACTS: It is Gladiator's sworn duty to protect the Shi'ar Empire, no matter who rules. He has Monstrous contacts within the Empire.

RUNNING GLADIATOR: Gladiator is the Praetor (leader) of the Shi'ar Royal Elite

Imperial Guard (see below). In his capacity he has individually fought, or led his corps in fighting, other aliens, the X-Men, and the Fantastic Four (the latter in the mistaken belief that they were Skrulls). He is sometimes a figure that seems to be straight out of an Earth tragedy play; the noble warrior, following his vow of loyalty to protect the Shi'ar Empire, even when it means attacking those whom he feels are not evil. Gladiator is completely aware of how powerful and important he is and this sometimes comes out in his comments, though he is not given to boasting.

IMPERIAL GUARD, ROYAL ELITE

The Imperial Guard exists to act as enforcers of imperial law. Each division of the Imperial Guard has a leader, known as the Praetor. The division that we are concerned with is the Royal Elite, who, under the leadership of Gladiator, exist to protect the majestrix or majestor of the Empire. The ranks of the all Imperial Guard divisions are made up of super champions gleaned from all of the worlds within the Shi'ar Empire. The Royal Elite contains the best of those champions, drafted from other divisions. For the ease of game play, the average ability statistics for Royal Elite Imperial Guard members are listed below.

AVERAGE ROYAL ELITE IMPERIAL GUARDSMAN

F	20	Ex	Health = 90
A	20	Ex	
S	20	Ex	Karma = 70
E	30	Rm	
R	20	Ex	Resources = Ex (20)
I	20	Ex	
P	30	Rm	Popularity = 0 on Earth (30 in the Empire)

All Guardsmen wear anti-grav devices that allow them to fly at 5 areas per round.

The following characters are known Royal Elite Guardsman. Their powers are listed along with a reference, if possible, to another character in this book that has a similar power. If the Judge wishes to use a Guardsman, he may use the referred character to detail the royalist's abilities and powers.

ASTRA: Astra's powers are not fully revealed but believed to be on the order of her becoming intangible at will. Use Shadowcat's Phasing power for this, but Astra is not able to walk on air.

EARTHQUAKE: Earthquake is a sentient reptilian humanoid. He can psionically create earthquakes and tremors on a planet's surface. This acts as an Amazing ranked Earth Control power. He can use the debris as a missile causing Incredible damage.

ELECTRON: Electron is a member of the Shi'ar race, but can fire electrical bolts from his body. Use El Aguilá's electrical powers

for Electron, but Electron need not use a focusing medium, like Aquila's sword.

FANG: Fang was a traitor who helped Deathbird and the Brood overthrow Lilandra. He died on Broodworld, as a Brood host body. Fang had heightened senses; use the heightened senses powers for Wolfsbane's wolf form, if Fang is to be represented. Fang's Strength was Remarkable.

HOBGOBLIN: Hobgoblin is an antennae humanoid who is a shape-shifter of tremendous power. His Psyche is Monstrous, and when he makes a successful Psyche FEAT roll he can change into any shape and size he wishes. If he changes into a creature, he automatically gains the Strength and Endurance of that creature, and any damage sustained in that form does not carry over to his normal form, unless it is fatal. Endurance losses do carry over. When in creature form he must make a Psyche FEAT roll. If that roll is successful, he gains all of the powers of the creature he has changed into. Hobgoblin cannot remain in the form of the same creature for more than 5 rounds or he runs the risk of having his personality permanently change to the creature's (yellow Psyche FEAT roll for every round after the fifth to resist this change). It takes Hobgoblin a full round to change from one form to another.

HUSSAR: Hussar is a female, bright red, cloven-hooved alien humanoid. She has Amazing Agility with her neuro-whip, an entangling attack that affects the nervous system of the target. When she hits Hussar strikes vital nerve points of her opponent. Those hit must make an Endurance FEAT roll or fall unconscious for 1-10 rounds.

Hussar supported Deathbird's coupe. Her present status is unknown.

IMPULSE: Impulse has an optical blast that is very similar to Cyclops's power, but of Incredible intensity with a 3 area range. It is theorized that Impulse may actually be a sentient being made of pure energy, that is using a costume which gives the appearance of a humanoid form.

MAGIC: Not to be confused with Magik of the New Mutants, Magic is a member of the Shi-ar race that is a powerful sorceress. See Selene, the Black Queen of the Hellfire Club, for guidelines on how powerful Magic should be. If the Judge is using the REALMS OF MAGIC magic system, use Clea's statistics for Magic, but substitute different dimensional entreaty power.

MANTA: Manta has the same heightened sight power that Wolfsbane's wolf form has. She also has Heat Detection of Monstrous rank. In addition, she can also project a blinding blue or white light, whose effect is similar to Aurora's light burst power, but of an Amazing intensity. Whether her blinding light is from her body or her costume is unknown.

MENTOR: Mentor's power is unknown, but it has been suggested that his Reason is of the Unearthly level, which would place him in the same position with the Royal Elite Imperial Guardsman that Gremlin has with the Soviet Super-Soldier team.

MIDGET: Midget has the power to shrink herself. Treat this as identical to the shrinking power of Tower, member of the Alliance of Evil with a Remarkable power rank.

NIGHTSHADE: Nightshade is a blue-skinned female, humanoid whose exact powers are unknown, but believed to be the creation of darkness. She must make a Psyche FEAT roll to use her power. If successful, Nightshade can cover 4 areas with Monstrous intensity darkness so deep that no one can effectively see in it even with infrared abilities. Everyone operates at a -4 CS for any action that normally involves sight, such as combat, moving, and so forth. Any ranged attack in this area would be made at a -6 CS. She can also create shadowy illusions with Remarkable ability.

ORACLE: Oracle is a telepath who has the equivalent telepathic powers of Emma Frost, the White Queen of the Hellfire Club, but with Amazing ability.

QUASAR: Quasar is another of the Royal Elite who assisted Deathbird in her rebellion, and whose present status is unknown. He appears to be humanoid, but has black and white skin that is pigmented to look like star patterns in space. He has Unearthly Strength, Amazing Endurance, Incredible body armor, and, of course, better Health because of it.

SMASHER: Smasher is a human-looking alien who has Monstrous Strength and, of course, better Health because of it. He has Remarkable body armor.

STARBOLT: Starbolt can ignite his whole body and shoot fiery bolts from his body. The type of energy source that he uses to create this fire is unknown. He has Amazing control over this power and Amazing Fire Generation, causing up to Amazing damage with his flames and covering up to 4 areas with his bolts.

TEMPEST: Tempest's powers are not yet fully known, but so far seem identical to his fellow Guardsman, Electron. The main difference is Electron generates his own electricity and Tempest draws his energy from the environment around him.

TITAN: Titan has the power to grow into giant size, which is the equivalent of Tower's growing power. He does this with Remarkable ability.

WARSTAR: Warstar is the title for a mechanoid symbiote of two separate beings, C'cil (who is 7(FM) 2(IM) tall) and B'nee (who is 2(FM) 2(IM) tall and rides on C'cil's back). Both characters have Amazing Strength. and

proportionate Health. B'nee also has an Incredible electrical shocking power, delivered by his touch. C'cil has Remarkable body armor.

NERAMANI, PRINCESS-MAJESTRIX LILANDRA

Alien

F	10	Gd	Health = 80
A	10	Gd	
S	30	Rm	Karma = 36
E	30	Rm	
R	20	Ex	Resources = Un (100)
I	6	Ty	
P	10	Gd	Popularity = 0

KNOWN POWERS:

Limited Telepathy: Lilandra's telepathic powers are not completely known yet, but she can contact Professor Xavier telepathically up to vast stellar distances with Shift Z ability.

Battle Armor: Lilandra, though in exile, has retained the Majestrix battle armor which provides her with Incredible body armor against physical and energy attacks.

TALENTS: Lilandra has Incredible Reason when it comes to items and devices produced by Shi'ar technology.

CONTACTS: Lilandra has contacts with a political element within the Shi'ar Empire who wishes to see her on the throne (possibly some of those elements are in the Imperial Guard), and contacts with the X-Men, who helped her ascend to the throne once before. She has chosen Professor Xavier as her Shivan'n Halanah (Imperial consort), and has become allied with the rebel Starjammers, who wish to see her returned to the throne.

RUNNING LILANDRA: Lilandra is a regal and proud woman who is a perfect Empress for the Shi'ar Empire. Unlike her mad brother D'ken and her usurper sister, Deathbird, she believes that the Shi'ar government must modify its expansionistic policies and take a more responsible, less militant role in galactic affairs. She is currently in exile, nursing her beloved back to health, and awaiting some word on a movement that will help launch her return to the Empire and a reclaiming of her throne.

SIDRI

Alien Race

Individual Sidri Bounty Hunter

F	10	Gd	Health = 32
A	6	Ty	
S	6	Ty	Karma = 20
E	10	Gd	
R	6	Ty	Resources = Ex (20)
I	10	Gd	
P	4	Pr	Popularity = N/A

KNOWN POWERS:

Colony Ship: The Sidri bounty hunters can combine their mass of hundreds of bodies to form a large, black, organic starship shaped like a manta ray which has atmospheric flight capabilities. The statistics for the ship are:

Control: Good

Speed: Amazing (must use stargates for hyperspace travel)

Body: Remarkable

When the body integrity of the ship is breached, the only option the attacker has is to attack individual passengers, or members of the structure. If more than 50 passengers are destroyed by subsequent attacks, the ship literally falls apart in mid-air and rains Sidri to the ground. They seem to be able to fall from remarkable heights, and still live.

Eye Beam: Each Sidrian bounty hunter has a single, wide eye which fires an energy beam. The beam causes Excellent damage. When combined in the ship form, the eye beam causes Monstrous damage.

Adaptive Defense: If a Sidrian bounty hunter faces a certain attack twice (such as heat rays, darkforce beams, etc.), he can generate body armor to protect himself against any further attack. Starting the next round, the individual Sidrian has Good armor against that specific attack only. Two rounds later, the armor progresses to Excellent potency. That armor can exist as long as the Sidri desires and does not slow his reactions. An individual member of the Sidri can possess two different types of armor at any one time, but must shed one of them before adding another (shedding time is two rounds). The colony ship acts under the same principal.

Swarm Attack: Sidrian bounty hunters attack in swarms of dozens (or hundreds). They usually surround a building, then swarm into it by all possible entrances. It is usually impossible to face such odds, and the bast tactics are usually fighting through to an exit, and then fleeing (there is no Karma loss for fleeing from Sidrian bounty hunters unless the Judge feels the characters had a good chance of winning the conflict, and do not leave anyone behind). Because of this swarm, though, no more than two Sidri can come to grips with any one character at any one time. The most effective way to handle a swarm attack is to entice the swarm into a potentially explosive area (like a petroleum plant), and blow the whole plant sky high.

Vulnerability: The Sidri are vulnerable to intense heat. Any fire or heat attack of Remarkable potency or greater adds a +1 CS to its damage rank.

RUNNING THE SIDRI: The Sidri that the X-Men have encountered are bounty hunters in the employ of enemies of the Shi'ar Empire. They are large (7 feet wide), four-legged, pure

ebony, spider creatures with one, wide red eye. They are usually hired on a single contract basis, like to kill Starjammers, but hundreds of them are employed for this mission. They can fly to a specific planet, break apart into a swarm, find the objective and complete it, then reform into their ship and fly away. They are tenacious to say the least.

STARJAMMERS

The Starjammers is a group of renegade spacers who perform acts of piracy and sabotage in the tradition of old English Buccaneers. The original Starjammers, Corsair, the leader, Ch'od, Hepzibah, and Raza met in the slave pits of the Shi'ar Empire. This was during the reign of D'ken the mad and the atrocities of the Empire were many. Thus, when the four escaped and stole a starship, they swore vengeance on the tyrannical government that had enslaved them. They are named the Starjammers because that is the name of their ships (of which they have at least two). Soon others joined the Starjammers to fight for freedom.

The Starjammers first met the X-Men when they teamed up to fight the Royal Elite Imperial Guard, who were protecting the insane D'ken. In a roundabout way, the Starjammers were responsible for putting Lilandra on the throne, and she stopped the Empire's attempts at capturing the Starjammers. But now that Lilandra is in exile, Deathbird has let it be known that the Starjammers are outlawed and must be hunted down, and she has increased security at the stargates to prevent surprise Starjammer attacks. Lilandra and the Starjammers have allied, along with Professor Xavier and the X-Men, in their fight against Deathbird and her Brood allies.

All humanoid Starjammers use blaster pistols and swords. The pistols have a 3 area effective range, hold 15 shots in their power packs, and cause Excellent Force damage. The swords are used primarily in combat where a stray shot might damage a ship, jeopardizing its atmospheric integrity or controls, a hostage, or some valuable equipment the Starjammers want. The sword is made of Amazing Material Strength metal alloy, causes 15 points of damage, and is fitted with a non-conductive grip so striking into robots or electrical machinery will not conduct a shock to the user (as Incredible Electrical Resistance). Starjammers are trained to fight with a blaster and a sword at the same time with no penalties; they may elect to either shoot twice and not use the sword or shoot once and hack once per round.

Talents: All Starjammers are marksmen with blasters and masters with their swords (+1 CS for each weapon to hit).

Contacts: All Starjammers are considered to have contacts with the X-Men. They may secretly have some connections with a few of

the Royal Elite Imperial Guardsman who back Lilandra, but that is unknown.

BINARY

Carol Susan Jane Danvers
Altered Human

HUMAN FORM

F	40	In	Health = 110
A	20	Ex	
S	20	Ex	Karma = 50
E	30	Rm	
R	10	Gd	Resources = Ty (6)
I	30	Rm	
P	10	Gd	Popularity = 0

BINARY FORM

F	40	In	Health = 2080
A	40	In	
S	1000	C-1000	Karma = 115
E	1000	C-1000	
R	10	Gd	Resources = Ex (20)
I	30	Rm	
P	75	Mn	Popularity = 0

KNOWN POWERS:

Transformation: Carol can transform herself into her Binary form at will. Binary's powers are listed hereafter. As Binary, she taps cosmic energy and releases it in a number of ways. Her personality, memories, etc. do not alter, only her physical appearance, as her skin turns deep red and her hair becomes cold flame. She cannot stay in this form indefinitely, but that length of time is not yet known (days at least). A lot would depend on her expenditure of power (if she were to be used as a sort of living battery, her powers could be depleted in a matter of hours).

Flight: Binary can convert her cosmic energy to release in such a way as to enable her to fly at near lightspeeds, Air Speed: Class-3000. Because of a tremendous energy release when she does this, Binary must not fly faster than 6 areas per round in the atmosphere of a planet or she may ignite the landscape and any living organisms that may live there. She has flown in space in the past, but how long she can fly there is unknown. She has Monstrous Agility when in flight. Her Strength is not lessened when flying.

Focused Energy Release: Binary can do many things by altering the focus of her cosmic energy release. She can emit heat, light, and the rest of the electro-magnetic spectrum as well as gravity. Whenever she wishes to focus her cosmic energy and utilize it, she must make a Psyche FEAT roll. Power Stunts include:

- Beam attacks (heat, laser, microwave, gravitational/pressor, energy, force, or whatever) with a range of 4 areas that can cause up to Monstrous damage.
- Blast effect (same types as listed above) that can cause up to Unearthly damage to everything and everyone in a 6 area radius

(much larger radius if she is in the air or in space).

- c) Light burst (intense light waves) that can blind anyone for 1-10 rounds if they do not make an Endurance FEAT roll vs. Monstrous intensity.
- d) Repower almost any type of battery that is charged with electro-magnetic energy. This ranges from hi-tech weapon batteries to starship batteries. The amount of time required and the drain on Binary's power is determined by the Judge.

Cosmic Perception: When she is in her Binary form, Carol has a Class 1000 Psyche for the purpose of her perceptions on a universal scale. This means that she has certain heightened perceptions concerning the flux of ambient energy used in the space around her. If on a planet, she can detect the use of any energy, dimensional apertures, stargates, etc. of Monstrous rank or higher. In space she can detect warping starships, stars going nova, space battles using massive energy weapons beyond sight, etc. This does not mean she automatically knows how the specific energy is used, but she can tell its level and general purpose (dimensional travel, high intensity weapon, etc.).

TALENTS: Carol's phenomenal human ability statistics are due to her training as an agent. She is about as close to Captain America as any female agent has ever been. Though she had many talents as Carol Danvers, they were all accidentally erased from her mind by Rogue. Professor Xavier eventually reinstated some of them, including her Incredible talents in intelligence work and as a pilot.

CONTACTS: Carol had all memory of her contacts erased by Rogue, who now remembers them. While some of the memories were returned to her, none of the emotions could be and so those contacts, for all intents and purposes, are gone. After the erasure, Carol became close with the X-Men, and almost joined them.

RUNNING BINARY: Carol Danvers was an intelligence agent for the Air Force, chief of security for NASA, a magazine editor, freelance journalist, and a super heroine called Ms. Marvel in the past. All of that was drained from her during a combat with Rogue, however, and Carol's life started anew. She was later abducted by the Brood and subjected to their evolutionary ray, which released the genetic alteration in her DNA planted by a Kree device which had made her Ms. Marvel in the first place. Since she was left a blank emotional slate after Rogue's absorption, she was looking for adventure to fill the void. When introduced to the Starjammers, she jumped at a chance to join them.

CORSAIR

Major Christopher Summers
Human

F	20	Ex	Health = 80
A	20	Ex	
S	20	Ex	Karma = 26
E	20	Ex	
R	10	Gd	Resources: Ex
I	10	Gd	
P	6	Ty	Popularity = -10 (with "loyal" imperial citizens, +10 with "rebellious" Imperial citizens)

KNOWN POWERS: None.

Weapons: Corsair wears gauntlets that are equipped with "phasing jewels." When he touches them, they form two blasters, one in each hand, from the molecules in the air surrounding Corsair's hands. When he desires, they simply vanish back into thin air. Whenever they appear, they are fully loaded.

TALENTS: Summers was a major in the United States Air Force before he was abducted and has greatly improved his piloting ability since then. He may make a Reason FEAT roll to figure out how to fly any atmospheric aircraft or spacecraft. If successful, he can fly it with Excellent proficiency. After having flown in a craft for 10 hours, Summers's proficiency with the craft ascends to Amazing. He has Monstrous proficiency in piloting the Starjammer ships and has the mechanics talent for all flight vehicles. Like his sons, Corsair has the Leadership talent.

CONTACTS: Summers is the father of Scott Summers (Cyclops) and Alex Summers (Havok), and the alternate timeline grandfather of Rachel Summers (the current Phoenix).

RUNNING CORSAIR: Christopher Summers's terran life came to an end one day over a decade ago when the aircraft he was flying attracted the notice of a Shi'ar exploratory vessel. He and his wife were abducted, but only after their children were jettisoned. He was transported to Throneworld, enslaved, and forced to watch his wife murdered by the then-Majestor D'ken. He led a breakout from the slave pits and formed the Starjammers. Christopher sees himself as a futuristic version of his heroes of legend, the corsairs and privateers of the old swashbuckler days. He loves his sons dearly, but cannot give up his freebooting ways.

OTHER STARJAMMERS

F	20	Ex	Health = 60
A	10	Gd	
S	10	Gd	Karma = 26
E	20	Ex	
R	10	Gd	Resources = Ex (20)
I	10	Gd	
P	6	Ty	Popularity = see Corsair

A brief description of the remaining

Starjammers follows:

CH'OD: Ch'od is a male Saurid, a large, green, scaly member of his amphibious race. His Strength and Endurance are Amazing and his hide is so thick that it acts as Excellent body armor against physical attacks. His talents include martial arts Type A, C, and D, Amphibious, and Philosophical. He has a pet...something, called Cr'reee (a small, four-legged mammal, which makes strange, but comforting sounds) which usually is perched on his shoulder like a monkey. Ch'od seems to be the most easy-going of the Starjammers.

HEPZIBAH: Hepzibah is a female Mephitoid. Her Reason is Remarkable in matters of astronavigation and ship's repair. She appears as a black and white feline humanoid (looks like a female humanoid skunk because of her tail). Hepzibah has Remarkable night vision, retractable claws that cause Good damage as an Edged Attack, and an enhanced sense of smell that allows her the Tracking power of Good rank. She apparently has some emotional attachment to Corsair. This is matched by her hatred for the Empire.

RAZA: Raza is an unusual Shi'ar, with a bald skull, pointed ears, and cybernetic parts. His left eye is bionic, allowing him to see normally in the light and dark, and it may have other undisclosed abilities. Raza's left arm is also bionic, and has Incredible Strength. He has taught himself to be ambidextrous so that he may use that arm to its full advantage. No reason has been given for Raza's bionic parts, but his hatred for the Empire, and bitterness towards life, hint that he was not born that way.

SIKORSKY: Sikorsky is a Chr'ylyte, a small (one and a half feet long from head to tail) insectlike race, that resemble a cross between a dragonfly and a helicopter. They can fly with Poor Air Speed. Chr'ylytes have Poor ranks in all of their abilities, except Reason, which is Excellent. They are known for their medical expertise. Sikorsky is the Starjammer's medic and has Incredible Reason when dealing with medicine and handling advanced medical machinery.

WALDO: Waldo is the name of the intelligent computer aboard the spaceship, Starjammer. He has a floatable robotic form that links with the master computer. It has an Excellent Body, Feeble Air Speed, Remarkable Controls, and Unearthly Reason. Waldo's robot form is treated as one of the crew by the other Starjammers. Though Waldo is sapient, he is not necessarily sentient.

Mutant Menace

Background

Mutants in the Marvel Universe have usually been feared, even when they were filling the role of a super hero. Over the years, the term "dirty mutie" became synonymous with "evil mutant," a concept strongly reinforced by Magneto and his Brotherhood of Evil Mutants. Eventually "dirty mutie" came to include all mutants and racist prejudice against *homo superior* increased. Helping to fan the flames of this fear and hatred were various scientists, politicians, and bureaucrats who were either filled with ignorance, fear, and envy themselves or had a grudge against a specific mutant individual or team. The atmosphere of misunderstanding was worsened by the public admission of mutations by starlet Alison Blair (Dazzler). Instead of bringing the problems to light, she only startled and worried more people who see mutants as a growing threat. Inevitably this gave way to persecution, as individuals who were believed to be mutants (usually by displaying some power in public) were accosted, and sometimes murdered, in the streets. This frenzy has also been spreading, at least minimally so far, to all super powered individuals. After all, the average person has no idea what character may be an altered human and who may be a mutant.

Project: WIDEAWAKE

The U.S. Government had been studying the mutant problem for years. Federal Judge Chambers headed up the Federal Council on Mutant Activities, which concluded with a 5-year study that was interpreted to show mutants were a menace to mankind. Meanwhile, Senator Edward Kelly was also conducting a study on the mutant situation. He, too, did not trust mutants, but his aspirations toward the presidency prompted him to be much more vocal about the "mutant menace." Mystique, and her Second Brotherhood of Evil Mutants, sought to show people that mutants could not be pushed around and attempted to assassinate Kelly. They were stopped in the nick of time by the X-Men. Instead of defusing the situation, Mystique had only made it worse. Despite the fact that he was saved by mutants, Kelly clung to his radical mutant deterrent theories and helped press the White House for more action. In response to all these pressures, the President secretly instructed the National Security Council to create a covert, illegal commission to deal with the problems posed by the increasing numbers of mutants in America. Codenamed Project: Wideawake, the commission is headed by the National Security Advisor, Judge Petrie, and includes Frank Lowell of the C.I.A., Raven Darkholme (who is the alter ego of Mystique) of the Defense Department, Dr. Valerie Cooper, Special Assistant to the National Security Advisor, plus many other currently unknown members of the U.S. intelligence community.

Peter Henry Gyrich, a top agent for the National Security Council, was chosen to be head of operations for Project: Wideawake. But right from the start the commission has had troubles, mainly because they have not completely defined their course of action for handling the American mutant population explosion. Because mutants are beginning to pop up all over the world, some members of the administration decided that America should start enlisting the aid of friendly mutants into the ranks of government agencies (under careful control, of course) for America's protection. Other members of the administration felt that the mutants should be rounded up and used as a resource, but their methods denied mutants even their most basic civil rights. Still other bureaucrats believe that all mutants should be destroyed. Project: Wideawake has evolved more towards the second way of thinking (mutants as a resource) under the direction of Petrie and Gyrich.

Realizing that they would have a fight on their hands against mutant teams, such as the X-Men, the government has enlisted the aid of various private firms and interests to develop methods and equipment which will strengthen their position. Strangely enough, some of the most efficient items and fighters have been recruited from the mutants themselves, whether knowingly or unknowingly. The mutant named Forge has developed many items for the various defense departments, including a gun that would strip a mutant's powers away from him for an indeterminate period of time. This item was to be used against Rogue, but when Storm intervened, stripped her powers away instead. While all known models of the device have been destroyed, and Forge made sure the plans were eliminated, he still continues to blindly work for the U.S. defense agencies. Recently, Mystique and her Second Brotherhood of Evil Mutants struck a deal with the U.S. Government to become a mutant deterrent force answerable only to the Oval Office through a Special Presidential Liaison (Dr. Valerie Cooper). Thus Freedom Force was born, a mutant team designed to fight mutants. But it is the involvement of Sebastian Shaw, the Black King of the Hellfire Club, and himself a secret mutant, that may turn out to be the greatest threat to American mutants. As head of Shaw Industries, a major U.S. defense contractor, Shaw has provided the Department of Defense with new versions of the mutant-hunting Sentinels.

Sentinels

The Sentinels were first designed years ago by the noted anthropologist, Bolivar Trask. Trask had stumbled onto the fact that his son was a mutant, and soon became obsessed with the conviction that mutants were the next evolutionary step of mankind, and would eventually dominate and enslave mankind. He

spent his vast fortune hiring experts in the various fields of science required to build mechanical mutant hunters. Their creations, the Mark I Sentinels, were extremely powerful, but were constructed with faulty logic. Those early Sentinels soon decided that the only way to protect the "imperfect" human society was for them to dominate it and control it. Trask eventually came to see the error of his ways and sacrificed his life destroying the head Mark I Sentinel, called the Master Mold. The ensuing explosion destroyed most of the other Sentinels.

All Sentinels are 20-foot tall robotic humanoids with their sensory package (how they see, hear, etc.) in their head unit, but their computer/brain in their trunk. All Sentinels have minimum senses of heightened sight and hearing; that is, they can see and hear a little better than man. Their sense of touch is equivalent to mankind, and though it is not definite, they seem to have no sense of taste or smell. All Sentinels can speak and, presumably, are programmed with a number of languages. They can also communicate with each other, or with a base computer, at an unlimited range. They can walk as well as an organic humanoid, and with Good Land Speed. They cannot run, jump, or leap. And all Sentinels are sealed against unusual environmental pressure and weather effects. They can go into deep space, into the ocean depths, can withstand normal weathering, etc. The known description and powers of the Mark I Sentinels is as follows:

Mark I Sentinel

F	30	Rm	Health = 155
A	10	Gd	
S	40	In	Karma = —
E	75	Mn	
R	20	Ex	Resources = —
I	4	Pr	
P	4	Pr	Popularity = —

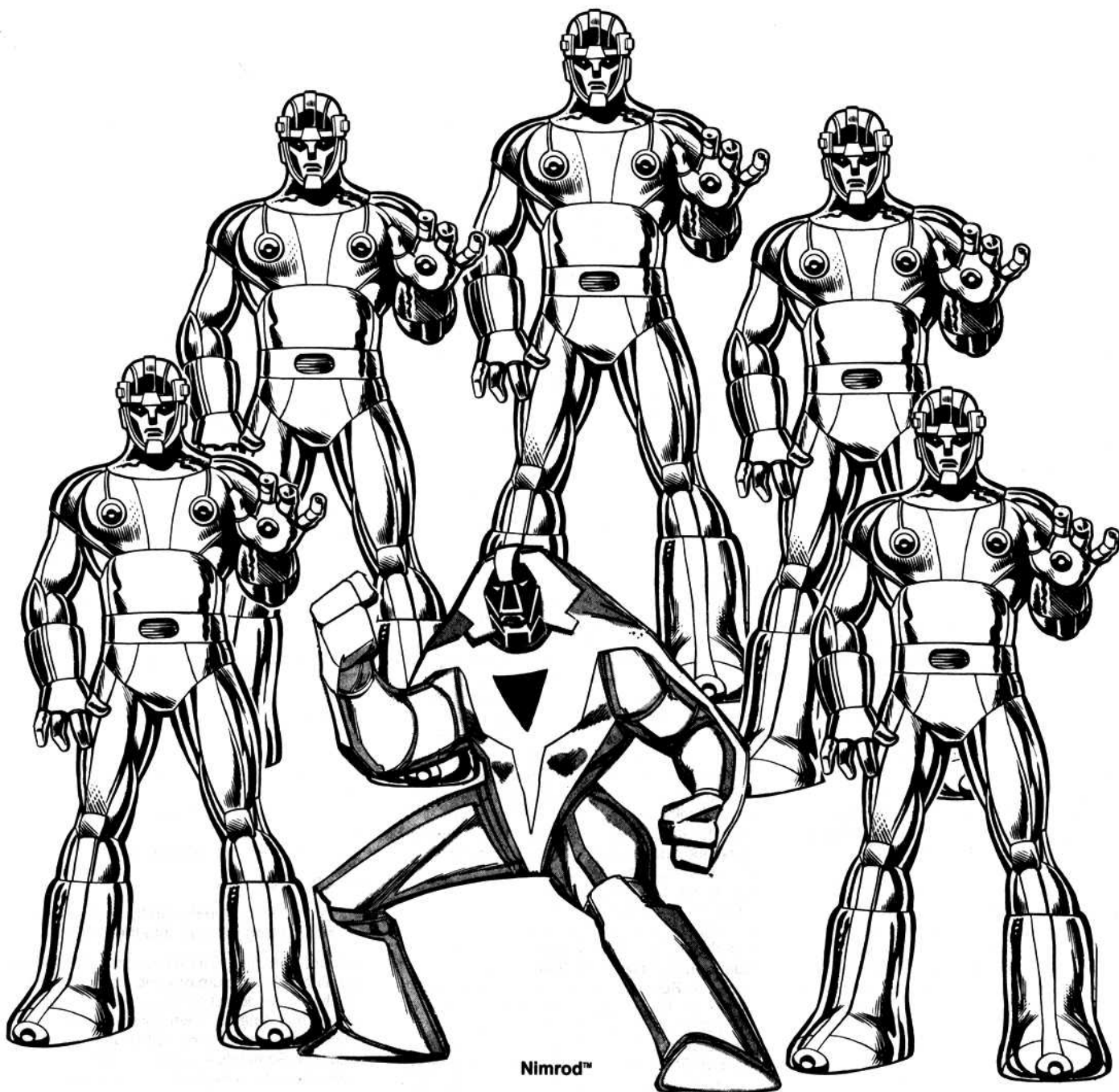
KNOWN POWERS:

Flight: Mark I Sentinels can fly 8 areas per round by using jets built into their boots.

Mutant Detection: The heart of the Sentinel is an all-band spectrum organic analyzer. This analyzer can detect all living things within 4 areas, and determine whether each is animal, human, mutant, or none of the above. In addition, Sentinels are tied to a central processor that relays information about particular mutants.

Body Armor: Each Sentinel's internal workings are protected by a flexible, micro-chainmail armor which provides Excellent body armor. If the armor is attacked, treat it as Remarkable material.

Energy Beam: Mark I Sentinels have energy and force beams of different types (plasma beams, electron beams, heat rays, etc.) built into their fingers and chest. These beams have a 2 area range and cause Remarkable



Nimrod™

damage.

Stun Ray: The Mark I Sentinel has an energy beam whose only function is to stun organisms. It has Remarkable intensity, a range of 3 areas and if the Sentinel makes its Agility FEAT roll to hit, the victim is stunned for 1-10 rounds.

Disintegrator Beam: The Mark I Sentinels were equipped with a disintegrator beam which had a range of 2 areas and could, in

one round, disintegrate up to a cubic yard of up to Remarkable Strength inorganic matter.

MARK II SENTINELS

Lawrence Trask continued his father's work, unaware that he, himself, was a mutant. He rebuilt some of the damaged Mark I Sentinels, and constructed many new ones. His burning ambition was to get revenge on the X-Men, who he believed had killed his father. When the inhibitor medallion that Trask always wore

was removed, Trask was identified by the Sentinels as a mutant, and they became their own masters. The X-Men destroyed a number of the Mk II Sentinels and eventually convinced their leader, called Number Two, that the only way to destroy mutants was to destroy the source of ultimate radiation which caused mutations, either directly or indirectly, the sun. He led his Sentinels to the Sun and orbited it for awhile, then returned to Earth, apparently with a flawed program that allowed

him to kill humans in pursuit of his quest to eliminate mutants. He and what was left of his Sentinels went to the Great Australian desert and began working on a means to cause solar flares that would "purify" mankind of its genetic flaws. Then, he and the other Mk IIs would artificially recreate human life on Earth with no mutational flaws. Number Two and the rest of the Mk IIs were destroyed by the Avengers or deactivated and buried before they could complete their plan. Larry Trask was killed during this mop-up of the Sentinels.

F	40	In	Health = 245
A	30	Rm	
S	75	Mn	Karma = —
E	100	Un	
R	20	Ex	Resources = —
I	10	Gd	
P	6	Ty	Popularity = —

KNOWN POWERS:

Flight: Mark II Sentinels can fly 12 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I version, but has a 6 area range instead.

Body Armor: This is the same as the Mk I version, but provides Incredible body armor instead. If the armor is attacked, treat it as Incredible material.

Energy Beam: Mk II Sentinels have energy beams similar to the Mk I versions, but have a 6 area range and cause Amazing force or energy damage.

Catch-Web Cables: High-strength plastic cables shoot from the Mk II's wrist to restrain dangerous mutants. These cables are of Amazing Material Strength, and may be shot up to 2 areas away.

Water Jets: Mk II Sentinels have high-pressure water jets in their fingers. These cause only Excellent Force damage up to 3 areas away, but anyone hit has to make a yellow Agility FEAT roll or be knocked down. If the victim is struck with the water jet while he is down, he has to make an Endurance FEAT roll vs. Excellent intensity to regain control of himself.

Scalding Steam: Mk II Sentinels can spray scalding steam from their fingers at a target in the same area. This steam is of Incredible heat intensity.

Adhesive Coating: Mk II Sentinels could spray a liquid adhesive coating which contained elements which would shield the character inside from solar or cosmic rays, while allowing him to breathe. In this way, certain mutants (Sunspot, Havok, etc.) could be deprived of their energy sources and rendered inert.

Metallic Nets: Each Mk II Sentinel has a built-in metallic net that uses to trap the more defenseless mutants. This is considered a Thrown Blunt weapon that entangles if it hits

and has a range of 3 areas. The Material Strength of the net is Incredible.

Sonic Attack: Mk II Sentinels are equipped with sonic attack capability. It can either be used as the Mk I stun ray, as a 2 area radius sonic attack causing Remarkable damage, or as a sonic beam causing Incredible damage up to 3 areas away.

Gas Jets: Mk II Sentinels have gas jets in their hands that can emit various types of gas (knockout gas, tear gas, obscuring vision, etc.), all with Remarkable potency. The gas could be sprayed up to 2 areas away.

Learning Program: The greatest danger of the Sentinels, starting with the Mk II series, is their ability to learn from their mistakes. After three rounds of battling an opponent, all Sentinels receive a +1 CS when fighting that character in the future. Even the destruction of a Sentinel in the third round will not prevent the information from being broadcast back to help other Sentinels in future battles. This also justifies a Judge taking appropriate measures to neutralize a specific type of attack the next time the Sentinels attack. For instance, if a mutant with the power to light burst blinds the optical sensors of a Sentinel, and he is around long enough to broadcast this, the Judge could fairly equip the next Sentinel sent after that character with an overriding device that prevents optical sensor burnout, provided enough time was available for the attachment and the materials were available. By the time the Mk V series comes along, each Sentinel is highly specialized to handle a specific mutant.

Self-Repairing: Because of their learning programs, all Sentinels from the Mk II series on, can repair themselves IF:

- They have at least 20% of their Health left;
- The proper materials are available. They are always available at the Sentinel's home base. If not at their home base, a Sentinel cannot repair itself to better than 75% of its Health;
- The proper time is available. For game's sake figure on a half-hour's time required to repair 10 Health points.

Remote Control: Mk II Sentinels will respond to a special control helmet that was specifically designed to allow a human being to control them. The operator does not have to be within line-of-sight of the Sentinel, as he is psionically linked to the robot's sensors. If run this way, the human can do nothing else but concentrate and the Sentinel suffers a -1 CS for its Fighting, Agility, Strength, and Endurance abilities. A mutant who would try to control a Sentinel in this manner would be immediately detected and the Sentinel would attack him unless the mutation somehow allowed the mutant to tap in and control the energy impulses while a human was wearing it.

MARK III SENTINELS

The U.S. Government obtained ownership of what was left of the Sentinels after Larry Trask's death. Stephan Lang was established as head of the project to try and recover what he could from Trask's possessions (he had destroyed most of his notes and files concerning Sentinel construction before he died). Unknown to his superiors, though, Lang was a mutant hater and sought to personally develop the Sentinel project through non-government channels. He sought out and enlisted the aid of the Hellfire Club's Inner Circle, especially the then-Black Bishop, Sebastian Shaw. The Inner Circle gave Lang the capital he needed to start construction on Mk III Sentinel and an orbiting space station that they would use as a base, because the Inner Circle wished to recruit the mutants as resources. Lang, however, planned on destroying mutants everywhere. He developed not only the Mk III Sentinel and the space station, but the X-Sentinels as well. All of his creations were destroyed in battles with the X-Men, and Lang was left a mindless vegetable. His brain pattern, which he had encoded into the Mk III Master Mold, was destroyed along with the robot by the Hulk some time later.

Because of the secrecy involved with his project, the desire not to create more Sentinels who would rebel, and incomplete notes from Trask's estate, Lang's Sentinels are the weakest yet developed.

F	20	Ex	Health = 120
A	10	Gd	
S	40	In	Karma = —
E	50	Am	
R	4	Pr	Resources = —
I	4	Pr	
P	4	Pr	Popularity = —

KNOWN POWERS:

Flight: Mk III Sentinels can fly 7 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I version, but has a 5 area range instead.

Body Armor: This is identical to the Mk I Sentinel, Excellent body armor, Remarkable Material Strength.

Energy Beam: This is identical to the Mk I Sentinel, Remarkable force or energy beams with a 2 area range.

Gas Jets: This is identical to the Mk II Sentinel, various Remarkable potency gases with a 2 area range.

Atmos-Sphere: Mk III Sentinels are equipped with a type of life support bubble that can hold up to 6 human-sized life forms. The atmos-sphere is heated and has enough oxygen to allow the transport of air-breathing beings in space. It is made of Incredible Material Strength.

X-SENTINELS

F	20	Ex	Health = 120
A	10	Gd	
S	40	In	Karma = —
E	50	Am	
R	4	Pr	Resources = —
I	2	Fb	
P	2	Fb	Popularity = —

The X-Sentinels were androids of Marvel Girl, Cyclops, the earliest form of Beast, Iceman, Angel, Havok, Professor Xavier, and Lorna Dane before she became Polaris. They were designed to confuse the X-Men just long enough for them to be destroyed. Each android could simulate the original's physical abilities and powers, but not mental ones (though some, like telekinesis, could be duplicated by physical means, such as a tractor beam). The power would seem identical up to the Incredible rank, anything over that would just remain Incredible. A set of X-Sentinels faced their counterparts and were destroyed, but it is not known if Lang built any others.

MARK IV & V SENTINELS

With the creation of Project: Wideawake, Shaw Industries began secretly creating Sentinels for the U.S. Department of Defense. They have developed two versions already, the Mk IV and Mk V, and have the Mk VI on the drawing board. These Sentinels, while not as powerful as the Mk II, are used more efficiently by the U.S. than any of its predecessors, often in conjunction with other units, such as crack agents in Mandroid armor. The Mk IV, V, and VI Sentinels are extremely customized and have numerous additional powers to the ones listed below, that may be added on for specific defense against a known mutant. The Judge may add other powers listed from the Sentinels above, or create his own, depending on the nature of the mutants being hunted.

MARK IV SENTINEL

F	20	Ex	Health = 165
A	20	Ex	
S	50	Am	Karma = —
E	75	Mn	
R	6	Ty	Resources = —
I	6	Ty	
P	4	Pr	Popularity = —

KNOWN POWERS:

Flight: Mk IV Sentinels can fly 9 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I version, but has a 7 area range instead.

Body Armor: The Mk IV Sentinels have Remarkable body armor. If the armor is attacked, it is Remarkable Material Strength.

Energy Beam: The Mk IV Sentinels have energy beams similar to the Mk I but they cause Incredible damage and may also fire

from the eyes.

Gas Jets: This is identical to the Mk II Sentinel, various Remarkable potency gases with a 2 area range.

Catch-Web Cables: This is similar to the Mk II Sentinel, but the cables are made of Remarkable Material Strength steel.

Search Lights: The Mk IV Sentinel is equipped with searchlight eyes, for better hunting in the shadows and dark.

MARK V SENTINEL

F	20	Ex	Health = 190
A	20	Ex	
S	50	Am	Karma = —
E	100	Un	
R	10	Gd	Resources = —
I	6	Ty	
P	4	Pr	Popularity = —

KNOWN POWERS:

Flight: Mk V Sentinels can fly 10 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I version, but has a 1 mile range instead.

Body Armor: This is identical to the Mk IV Sentinel, Remarkable body armor and Material Strength.

Energy Beam: The Mk V Sentinels have energy beams similar to the Mk I version, but they cause Amazing damage instead.

Gas Jets: This is identical to the Mk II Sentinel, various Remarkable potency gases with a 2 area range.

Cold Beams: The Mk V Sentinels can spray liquid nitrogen from their eyes. An opponent hit by this beam makes an Endurance FEAT roll and checks on the Stun Column. If Stunned, the character is encased in a sheath of ice (Good Material Strength).

MARK VI PROTOTYPE SENTINEL

F	30	Rm	Health = 250
A	20	Ex	
S	50	Am	Karma = —
E	150	Shift X	
R	10	Gd	Resources = —
I	10	Gd	
P	6	Ty	Popularity = —

KNOWN POWERS:

Flight: Mk VI Sentinels can fly 10 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I version, but has a 2 mile range instead.

Body Armor: This is identical to the Mk IV Sentinel, Remarkable body armor and Material Strength.

Energy Beam: This is identical to the Mk V Sentinel, fires a force or energy beam of Amazing intensity at a 2 area range.

Gas Jets: This is identical to the Mk II Sentinel, various Remarkable potency gases with a 2 area range.

Future Timeline

Though we do not know for sure what the future will hold for mutants in America, we do know what has happened on a parallel Earth. Rachel Summers comes from an almost identical Earth, but whose timeline has already differed from ours. In Rachel's timeline, Senator Kelly was successfully assassinated by the Second Brotherhood of Evil Mutants. By 1988, the Mutant Control Act was passed by close Congress, giving the Department of Defense and all of the American Intelligence agencies wide spread powers for the purpose of identifying mutants and neutralizing the mutant menace. By the year 2013, three distinct classes of Americans exist, all identified by large code letters on their clothing:

H—Normal humans, who can breed and have most of the freedom they do today.

A—Anomalous Humans possessing mutant genetic potential. These humans cannot breed and are considered second class citizens.

M—Mutants, who are hunted down and either captured and placed in concentration camps, or murdered.

By the beginning of the twenty-first century, the state of America, and the world in general, has severely degenerated. To accomplish the government's mutant deterrent goals, the Sentinels are in charge and the country looks like a world at war. Society is quickly breaking down, and the large urban areas are dangerous to inhabit due to Sentinel/mutant battle damage and rogue humans living in gangs. The Sentinels or army have wiped out most of the super heroes, mutant and non-mutant alike, as well as any others who seek to protect mutants or oppose the Sentinels. This, of course, also includes political "dissidents." The entire North American continent is ruled by Sentinels, and the rest of the world has aimed its nuclear arsenal at America. They have served notice on America that if the Sentinels leave the confines of North America, it means world nuclear war. And to make matters worse, the ultimate defense robot has been created to surpass the Sentinels, Nimrod.

We know of the Alpha and Omega series Sentinels from Rachel's stories, and we know of Nimrod, because it followed her to the Marvel Universe Earth, drifting across timelines as she did. Although events have already occurred differently from Rachel's timeline's past, it is no guarantee that her ghastly future will not yet be the fate of the mutants in the timeline she currently inhabits.

21st CENTURY ALPHA SENTINEL (Warrior type)

F	50 Am	Health = 290
A	40 In	
S	50 Am	Karma = —
E	150 Shift X	
R	20 Ex	Resources = —
I	10 Gd	
P	10 Gd	Popularity = —

KNOWN POWERS:

Flight: Alpha Sentinels can fly 12 areas per round by using jets built into their boots.

Mutant Detection: This is the same as the Mk I Sentinel, but has a 10 mile range instead.

Body Armor: This is identical to the Mk II Sentinel, Incredible body armor and Material Strength.

Energy Beam: This is identical to the Mk II energy beams, a 6 area range of Amazing intensity energy or force.

Electrical Insulation: Future Sentinels are insulated to provide Excellent resistance against any electrical attack of any nature.

Darts: Alpha Sentinels contain 10 javelin-sized steel darts in their trunk. They can fire these up to 3 areas away, causing Excellent Edged Attack damage to any character or item of Remarkable Material Strength or under.

Additional Equipment: Alpha Sentinels are designed as killer/hunters who go on long range foraging missions. They are equipped with all other powers for the Sentinels listed above when they go on a long range mission (defined as more than one hour's flight from their home base).

21st CENTURY OMEGA SENTINEL (Executive type)

F	50 Am	Health = 290
A	40 In	
S	50 Am	Karma = —
E	150 Shift X	
R	30 Rm	Resources = —
I	20 Ex	
P	10 Gd	Popularity = —

KNOWN POWERS:

Flight: Omega Sentinels can fly 12 areas per round by using jets built into their boots.

Mutant Detection: Similar to the Alpha Sentinel, but can tap into main base computer net and detect a mutant 100 miles away.

Body Armor: Identical to the Mk II Sentinel, Incredible body armor and Material Strength.

Energy Beam: Energy or force beam of Amazing intensity with a 7 area range.

Encephalo-Scan: Omega Sentinels are equipped with a sensory beam that scans the brainwaves of characters its interrogating to tell if they are lying or not. If the character is purposely telling a lie, he must make a red Psyche FEAT roll, if he misses the roll, the Sentinel will know he is lying and react accordingly.

Electrical Insulation: Omega Sentinels are insulated to provide Remarkable resistance against an electrical attack of any nature.

Darts: Omega Sentinels contain ten javelin-sized steel darts in their trunk. They can fire these up to 4 areas away, causing Excellent Edged Attack damage to any character or obstacle of Incredible Material Strength or under.

Learning Program: Omega Sentinels have learning programs similar to all of the other Sentinels, except they learn in two rounds instead of three.

NIMROD (Ultimate Sentinel Robot)

F	50 Am	Health = 300
A	50 In	
S	50 Am	Karma = 70
E	150 Shift X	
R	30 Rm	Resources = In (40)
I	30 Rm	
P	10 Gd	Popularity = +10 (currently in U.S.)

KNOWN POWERS:

Matrix Battle Computer: This operates as an Omega series Sentinel's Learning program, but Nimrod does not have to actually battle the character to gain his advantage, he can view recordings of the battle instead.

Mutant Detection: Nimrod has a built-in detection ability out to 20 miles, but he can tap into a sophisticated computer sensing system like the Omega Sentinels.

Body Armor: Nimrod has Amazing body armor of Amazing Material Strength.

Energy Beam: Nimrod also has numerous types of energy beams that fire from his hands, chest, and eyes. They have a range of 4 areas and can cause up to Monstrous damage.

Self-Repairing: Nimrod is self-repairing like most of the Sentinels, except his abilities are far better since he has complete control of his molecular construction and can make repairs by reassembling his molecules. He can repair himself IF:

- He has at least 10% of his Health left;
- For every 20 points of Health restored he lowers at least one power by two ranks. He will retire from battle or a mission rather than allow his powers to drop under Excellent level;

- The proper time is available. For game's sake, Nimrod can repair 15 Health points every half hour.

Disintegrator Beam: Nimrod has a disintegrator beam similar to the Mk I Sentinel, but it can affect up to Incredible Material Strength items or objects.

Pressor-Tractor Beam: Nimrod has a peculiar energy beam which pulls a target toward him or pushes it away from him. The Strength of the beam is Monstrous. It can propel a target 1 area away for every rank above Good used. For instance, if using an Incredible ranked pressor setting, a character hit would be moved 3 areas away in one round. If that character struck something in the third area, it would be the equivalent of an Incredible strength attack.

Force Field: Nimrod can surround himself with an Incredible Strength force field.

Teleportation: Through the use of his many technical powers, Nimrod can teleport either line-of-sight (if he is not familiar with the area) or up to 5 miles away (if the area has been computed by him). He must make a successful Psyche FEAT roll to accomplish this.

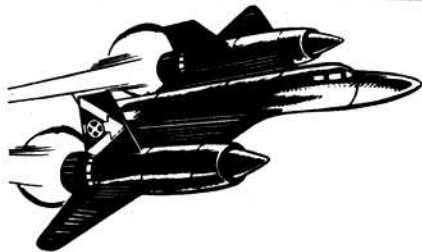
Nerveshock: Anyone touching Nimrod must make an Endurance FEAT roll or be stunned for 1-10 rounds. If Nimrod grabs a character, they must make a red Endurance FEAT roll or be stunned until he lets them go.

Inhibitor Field: Nimrod can generate a psionic inhibitor field in the area he is in plus all adjacent areas. Anyone attempting to use any psionic or mental powers, mutant or otherwise, must make a red FEAT roll to do so.

Full Scanners: Nimrod's scanners are so acute and so protected, that he cannot be blinded or deafened. They operate as Class-1000 intensity. On Earth, he can tie-in to orbiting satellites and scan huge areas for mutants (though the location is not precise). In addition, he can scan a character up to 2 areas away and identify not only a character's powers, but their power rank as well. If the character is known in Rachel's timeline, then Nimrod gains a +1 CS when fighting him.

Shockweb: Nimrod can create a Remarkable strength energy web. It is shaped like a vertical web and covers one area. It does not have to be anchored to anything. Nimrod can create it up to two areas away. It lasts only one round, and Nimrod must make a Remarkable FEAT roll each round he creates one. Nimrod creates these webs in the path of very fast or flying characters who will hit it and be entangled before they can react. The net has the equivalent of Amazing Material Strength. Anyone becoming entangled in it not only receives Remarkable damage from its energy but must make an Endurance Feat roll to avoid being stunned.

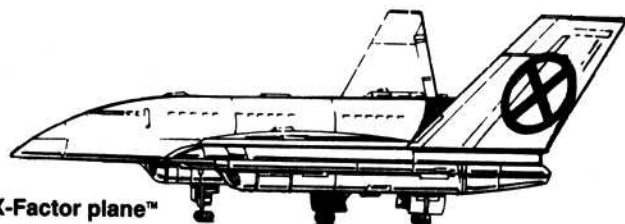
Items & Locations



Blackbird™



Forge's neutralizer™



X-Factor plane™

Special Items

This section includes devices and vehicles that have played an important part in a mutant's life or adventure in the past. Devices that are used constantly by the character, such as Wolverine's claws, can be found in the character's description.

ACID BOMB: This Brood weapon looks like a rifle grenade. It is launched from any Brood rifle, has a 3 area range, and causes Excellent damage per turn to any character or item of Amazing Material Strength or less for five rounds. Only large amounts of water or basic chemicals can neutralize the acid.

ARCADE'S TRUCK: Arcade often employs an unusual truck when he kidnaps characters off the street. It looks like a normal sanitation department truck (Control: Typical, Speed: Good, Body: Excellent), but the driver can operate a huge suction tube from the top. This equates to a Remarkable ability to strike and cover the target with the tube. The air pull inside the tube is as Incredible Strength. It deposits any who are pulled up inside it into a Remarkable Material Strength vault in the back of the truck. This vault is also equipped with Remarkable potency knockout gas. After the victim has been successfully sucked into the truck, he is then driven to Arcade's base and deposited there.

BLACKBIRD: The Blackbird is Professor Xavier's Lockheed RS-150 reconnaissance plane that has been heavily modified. It has the following characteristics:

Control:	EXCELLENT
Speed:	SHIFT Z
Body:	EXCELLENT

The Blackbird has silent Vertical Take-Off and Landing capability (VTOL). It is equipped with a Shi'ar cloaking device that provides it with Unearthly detection from all types of scanning. The ship is manned by a crew of three and has crash couches for an additional four persons. Crash couches provide Monstrous protection to those strapped in them in the event of a crash. The entire flight deck, carrying all seven characters, is a survival capsule that can be jettisoned in case of emergency. It is airtight (can even maintain its integrity in outer space), holds enough oxygen for 36 hours, contains food and scuba gear for all seven personnel, and has an

automatic emergency transmitting device that is activated when the escape capsule is jettisoned. The Blackbird can carry more than four passengers, but those extra passengers will be without such protection. Unlike the similar YF-12A, the Blackbird has no on-board weapon systems. However, its canopy is composed of a synthesis of plastiglass and ruby quartz with special polarizing elements which focus and amplify the effects of Cyclops's optical blast (or hand-held laser fire). The effect is to shift the power rank of the fire +2 CS, covering a range of one-half mile, but only straight forward.

The Blackbird can circle the globe without refueling and can ascend to the very edge of space. It flies at hyper-sonic speeds, nearly 5 times the speed of sound, and very few aircraft (or super powered characters) can keep up with it. It is equipped with three month survival gear for seven characters, all-band communications equipment, intelligence gathering equipment of Shi'ar and human design, automatic fire extinguishing sensors and equipment, and camouflage netting and poles for covering the Blackbird when on ground.

CEREBRO: Cerebro is a second generation mutant detecting device created by Professor Xavier (the original device was called Cyberno and not nearly as efficient). Cerebro detects mutants by focusing on the distinctive psionic wavelengths that a mutant's brain generally possesses. This device will only detect mutants once their powers have manifested themselves, usually during adolescence, but it can pinpoint the precise location of the mutant and the relative strength of his or her powers once the detection power is activated. Cerebro can be set to scan and detect automatically, but its range and effectiveness are then limited. (This device can be used by the Judge as a method of introducing new mutant friends or foes.) Professor Xavier can extend his own mutant-sensing power to worldwide scope by using Cerebro, but doing so requires him to make a Psyche FEAT roll or be reduced in ability (lose 10 Health, cannot use psionic powers) for 1-5 days afterward. Cerebro has a remote hook-up in Xavier's desk, the Blackbird, and Professor Xavier's Rolls Royce. There are even portable, wrist-worn units that tie-in to Cerebro for on the sight location of the detected mutant.

ELECTRONIC MASS CONVERTER: This device was created by Professor Xavier years ago, but is rarely used by him anymore. It intensifies the user's thought waves and allows him to drive out any specific memories from any and all characters he wishes within 10 areas with no FEAT roll required, if the memories are of events that have occurred within the last 24 hours. The device is extremely powerful and Charles most likely wished for it to not fall into the wrong hands.

FORGE'S NEUTRALIZER: This hand held device, designed by the mutant inventor Forge, is in the shape of a hand gun. When it strikes a mutant character, it strips him of some or all of his powers either temporarily or permanently, depending on the setting. The gun could be set for a removal time of 1-10 rounds, 1-10 hours, 1-10 weeks, 1-10 months, or permanently. Supposedly, all prototypes and designs of this weapon have been destroyed by Forge.

FORGE'S SCANNER: This hand held scanner will tell a character trained in reading its output who is or is not baseline human, mutant, or alien. It even differentiates between Kree, Skrulls, Dire Wraiths, and other alien races. Forge's scanner has a 10 area range.

IMAGE INDUCER: This cigarette pack-sized device was used for awhile by Nightcrawler as a form of disguise. It could be programmed to create an image around the user of any human character he desired. Treat this as an Unearthly ranked illusion. Nightcrawler used it a few times, then stowed it away somewhere because he wanted to live life as he appeared.

KNIGHTS OF HELLFIRE ARMOR: This hi-tech armor was designed by Shaw Industries and is available only to commander level agents of the Inner Circle. It provides the following powers to its wearer:

Ability Modifier: The wearer has a Strength of Amazing while wearing the suit due to its powered exoskeleton.

Body Armor: Provides Remarkable protection against physical and energy attacks.

Explosive Charge: Each suit is equipped with a hidden explosive charge that the wearer does not know about. If he is caught or knocked unconscious, the explosives can be detonated by anyone at the control console

back at the Hellfire Club. It is an effective method for keeping flunkies from talking.

Flame Thrower: The flame thrower is built into the arm of the suit, has a range of 2 areas, causes Remarkable damage, and can melt materials of less than Remarkable Material Strength.

Force Field: Raises protection from physical and energy attacks to Incredible, but the sonic beam and Strength enhancing exoskeleton cannot be used while this is on.

Grav-Grip Boots: The armor is equipped with boots that seem to defy gravity. They are covered with synthetic micro-suction material that allows the wearer to walk on walls at a rate of 2 areas per round. He must make an Agility FEAT roll if walking on a wall of slick material and his movement rate is cut down to 1 area per round.

On-Board Battle Computer: The suit is equipped with a micro-computer programmed to analyze an attack and defend against it. Add a +1 CS to the wearer's Fighting ability vs. any opponent he fights for more than two rounds.

On-Board Communications: The Knights of Hellfire armor is equipped with a minicam, voice-activated microphone, and micro-receiver in the helmet. These are constantly on and provide anyone at the control console back at the Hellfire Club with a first person view of what is happening during the operation and the ability to communicate directly with the team.

Sonic Beam: This beam has two functions. It can be used as a general sonic attack device, causing Excellent damage up to 5 areas away. It can also be focused down to a tight beam that is used on one target who is in the same area as the suit. If it hits the victim, it scrambles his brainwaves, like a form of psychic epilepsy. The character is completely helpless. However, to work properly the beam MUST be set for a specific character's brainwave at the beginning of the adventure.

Though the Knights of Hellfire armor is not outfitted to fly, they do come with a silent anti-grav sled. This scooter-like vehicle has Good body armor, moves at 5 areas per round, and is equipped with a blaster on the front (Excellent damage, up to 3 areas range).

MIND-PROBE: This large apparatus, also sometimes called a Mental-Wave Amplifier, was designed by Professor Xavier based on a published article by Dr. Henry Pym. It allows a character who is trained in its use to skim the surface of a character's mind. The character must be unconscious and the user must make a Psyche FEAT roll or suffer psionic backlash resulting in his Psyche being lowered by a -1 CS for 1-10 days. The device is really useful in trying to find out if an unconscious person is trying to communicate a concept or

instructions.

MINDTAP MECHANISM: This device was designed by Emma Frost, the White Queen of the Hellfire Club, for a mutant whose powers include illusion generation. It allows that kind of mutant to monitor a potential victim's thoughts, without being aware that they are being read. Then he can project his illusions directly into the victim's mind by altering the reality around the victim to that which closely resembles their innermost desires. The user must make a Psyche FEAT roll (with his Psyche as a +2 CS) to initiate contact with the mind every time he wishes to plant an illusion. By continually planting illusions, a proficient illusionist can eventually affect almost any mind and reprogram it as he desires. Mastermind used this device to increase his powers and establish a hold over the original Phoenix, turning her into the Black Queen for a while.

MUTANT POWER INTENSIFIER: This ray gun device was created by Hank McCoy. When striking a character it can increase his power up to the CLASS 3000 level. This is not always desirable, as most mutants could not learn to control their increased mutations and could be seriously harmed or killed by them. This device was used against Unus, whose force field became so strong that he could not pull food or drink through it, and even air could not pass through. The intensifier can also be set to return the mutant power back to normal, but past events have indicated that this return to normality may wear off after some years and the power will slowly increase to its dangerous level. The whereabouts of the device is currently undisclosed.

NEUTRONIC TANGLER GLOVE: This glove was once used by Black Tom Cassidy against the X-Men. It does not cause physical damage, but causes extreme mental agony. Any character who is interrogated while the glove is used on him must make a Psyche FEAT roll every 15 minutes or break down and give the information requested. Victims are affected by Amazing intensity pain.

PERSONA EXCHANGE MODULE: This device, shaped like a gun, was developed by the Hellfire Club. To date it has only been used by Emma Frost, the White Queen, on Storm when she still had her powers. When the beam of the gun strikes a character, the consciousness of the victim is exchanged with the consciousness of the user. All of the powers and abilities remain the same, in effect, but the person inside the body is different and the talents change. Because of this, the powers and abilities are at a -1 CS for 24 hours while the characters get used to their new bodies. Immediately after the switch, the victim is helpless for 1-10 rounds, due to a psychic vertigo effect. The transference is permanent, unless the victim of the first shot can obtain the device and switch personalities

back again by striking his old body with the beam.

PSI-ID WEAPON: The Psi-Id weapon is a Brood rifle which strikes as a Remarkable force weapon with a range of 5 areas. Upon contact with a target, it amplifies the victim's subconscious primal fears and hatred, and twists and reshapes them to make them even more hideous. A character struck by the Psi-Id beam must make a Psyche FEAT roll vs. Monstrous intensity or be completely disabled while he struggles and screams with his id. A successful roll implies that the character was able to hold onto reality, then dodge the beam. As long as the beam is trained on a character, he is affected by his fears, which do not appear real to anyone else. If two characters are close enough to touch each other when the beam strikes, both can be effected and must make a roll. An individual suffering the effects of the beam will attack anyone who comes near him.

PSI-SCREAM DEVICE: This is an anti-mutant terrorist device that is tripped when a character in the same area as the device uses any mental power. It amplifies the use of any psychic energy used near it a hundredfold and instantly feeds it back to its source. Treat this as a Monstrous level mental attack against the user. If successful, it causes Incredible damage and the character must make a Psyche FEAT roll or be stunned for 1-10 hours. The device is the size of a wallet and is good for one use.

PSIONIC HEADBAND: This hi-tech device was created by Hank McCoy and Professor Xavier. It is worn as a headband by a non-psionic character, and they can telepathically communicate with a mutant with mental powers.

RESTRAINTS: An amazing amount of different devices have been used to restrain various mutants in the past. Magneto created hypno-magnetic bands, titanium hand and feet cuffs, thermo-nuclear heat tubes, and the like to counter-act the X-Men's powers. The Judge can simply create one of these items for any mutant he desires, give it a name, and, usually, give it one minor flaw so that the clever character can defeat it by figuring out. The most effective restraint is the Inhibitor Field, which comes in many shapes and sizes. An inhibitor field completely dampens a mutant's powers, no roll is allowed to overcome it. The character still has his normal abilities and talents. Most inhibitor fields are technological and cover a specified area. If their power is cut, the field is gone and the powers are immediately returned to the character.

TANGLE WEB: The Tangle Web is a Brood weapon that fires a small explosive package for a range of 4 areas. The package detonates before it strikes the target, sending dozens of Remarkable Strength streamers zipping

around the target. If the target fails a red Agility FEAT roll, the streamers completely enwrap him so that he cannot move. Starting the round after the target is hit, the streamers begin to tighten, causing Typical damage per round until the character goes unconscious.

X-FACTOR PLANE: The X-Factor's plane is a prototype "aerospace plane" developed by Worthington Industries (which is owned by Angel). This civilian model is being "tested" by X-Factor, for the aircraft's actual intended use is to someday replace the space shuttle. It has the following characteristics:

Control:	REMARKABLE
Speed:	SHIFT Y
Body:	EXCELLENT

The X-Factor plane requires a long runway to take off and land. It has no known cloaking devices on board, but can outrun most missiles. The plane is the size of a Boeing 727 and is manned by a minimum crew of three. It has crash couches for an additional six persons. Crash couches provide Monstrous protection to those strapped in them in the event of a crash. The entire flight deck, carrying all nine characters, is a survival capsule that can be jettisoned in case of emergency. It is airtight (designed to withstand space), holds enough oxygen for four months (has a recyclable air system), contains food and gear for all nine personnel for four months, and has an automatic emergency transmitting device that is activated when the escape capsule is jettisoned. The X-Factor plane can carry more than six passengers, but those extra passengers will be without such protection. The X-Factor plane has no on-board weapon systems.

The X-Factor plane is designed to fly like a jet in Earth's atmosphere, but has the capacity to leave the atmosphere and enter into orbit around the Earth, even dock with a space station. Since it can reach such altitudes, the X-Factor plane can fly from the east coast to the west coast in 12 minutes, and reach any destination on the planet in 90 minutes. The aircraft can circle the globe without refueling, in low Earth orbit, for weeks. The cargo bay has been renovated to live-in quarters, complete with all the luxuries of an expensive apartment, including sleeping quarters for six, all-band communications and television equipment, a galley for meal preparation, and a large lounge/work area. The craft is equipped with automatic fire extinguishing sensors and equipment, a quad-computer backup system that virtually eliminates computer error, and the most sophisticated navigational systems of any Earth-created ship.

Locations

This brief section covers some locations that may come into play when using mutant characters.

BODY SHOP: The Body Shop is an establishment equipped with devices of alien technology. It was created by Spiral, who operates it in a covert fashion. It sells cybernetics; that is, for an exorbitant fee, Spiral can turn a character into a cyborg (see VIP Villainous Cybernetic Agents for examples). She also claims to be able to revert the customer back to human form, but that is doubtful and has yet to be done. The Judge should feel free to create any amount of cybernetic abilities for a character (see Lady Deathstrike for an example) and charge accordingly. The time required is usually no more than a week. Spiral can also equip her customers with highly advanced versions of contemporary weaponry...for a price, of course. Spiral's intent behind this, as well as the Body Shop's location and customer requirements, is unknown. Spiral can magically move the Body Shop from place to place, and through time and dimensions as well.

X-MEN MANSION: Professor Charles Xavier's School for Gifted Youngsters is located at 1407 Graymalkin Lane in Salem Center, Westchester County, New York, some 40 miles north of New York City. The property, located on the shore of Breakstone Lake, has been in Xavier's family since 1698. The mansion itself has been destroyed many times in the past as a result of battles. The present incarnation of the mansion was built using Shi'ar technology provided by Empress Lilandra Neramani.

Defenses: Due to the nature of the school, most of the mansion's defenses are passive in nature. Alarm sensors line the perimeters of the main roads and paths and surround the major buildings. These alarms are of Remarkable sophistication. When an alarm is tripped it will be noted on the security monitors located in Xavier's office, the Danger Room, the hangar areas, the labs, and the briefing rooms.

The world at large does not know that Xavier's school is the headquarters of the X-Men and the training facility for the New Mutants. Xavier prefers it this way, since widespread knowledge of the truth might result in attacks against the school. Several powerful groups, including the Avengers, Fantastic Four, and Hellfire Club, know the location and true purpose of the mansion. The latter group has stolen the plans from an earlier version of the mansion, and has duplicated both the Cerebro mechanism (which they call Mutivac), the old computer system, and the old Danger Room (but not any Shi'ar technology that has been included since then). Player characters who are mutants or friends of anyone connected with the school should lose Karma for needlessly endangering the school and its staff by revealing its true purpose.

Mansion Grounds: The mansion occupies a 3-mile-long, 1-mile-wide plot of land on the

shore of Breakstone Lake. Most of the land is lightly wooded, with low hills rising to the east. Nestled in these hills are the runway and underground hangars for the Blackbird. The Blackbird is kept underground, with the hangars and tool shops, for secrecy, and is raised to the runway by a huge turbo-lift. The hangar area and boathouse on the lake are connected to the main mansion by underground tunnels. Finally, a Very Low Frequency (VLF) antenna is buried beneath the grounds west of the mansion, allowing the complex to pick up communications from around the world and throughout outer space.

Hangar Area: This part of the complex can be reached by heading east overland, by a shuttle tube transport system running through a tunnel from the mansion, or by going through an underwater lock beneath Breakstone Lake. The underground monorail shuttle takes less than a minute to reach the hangar area. The hangars themselves have facilities to produce or repair almost any type of aircraft from scratch.

The Main Building: The aboveground portion of the mansion is divided into three wings. The western wing contains the dining rooms, the kitchen, and living quarters for the New Mutants. The eastern wing holds the library, the main computer, and living quarters for the X-Men, including Ororo's loft in the attic. The central building, or main wing, contains Professor X's quarters, his office, and Cerebro.

The heart of the complex is in the levels below the mansion proper. The basement appears normal for its type, containing a back-up generator, water heaters, furnace, and storage room, but the complex actually runs much deeper.

The sub-basement is broken into two levels, the medical level and the Danger Room. Access to these lower levels is restricted. The elevators operate on palm activated plates that are keyed to open only for authorized members of the two teams. Should power be cut, there are stairs leading up to the main mansion.

The Medical level contains extensive health, rest, and recuperative facilities. The health facilities include a gymnasium, steam rooms, sauna, and an indoor pool. The medical facilities include auto-docs and monitors (Shi'ar technology) that allow characters to heal up to twice their Endurance in a single day from normal damage (physical injury, burns, known diseases) and increases nurse Friedlander's abilities to that of a General Practitioner of medicine. Also on this level is the terminal for the shuttle tube system to the hangar area.

The Danger Room level is ten meters below the mansion itself, for the protection of the innocents aboveground. No matter what happens on this level, there is no indication of anything wrong on the ground floor. The level

contains a library, mission briefing and debriefing rooms, the major communications room, back-up computers for the computer system and Cerebro, and reserve living quarters. All the equipment and information needed for a mission is contained on this level and the X-Men and New Mutants proceed here before leaving for a mission. The majority of the level, however, is occupied by the Danger Room (see the next entry).

THE X-MEN MANSION DANGER ROOM: The Danger Room is a training ground for mutants learning to use, improve, or maintain the use of their powers. This is done by simulated combat conditions using built-in tests, devices, and obstacles to challenge those within the room. The current Danger Room in the X-Men Mansion is enhanced by Shi'ar technology, specifically with holographic projectors, a mobius strip generator, and Shi'ar computers coordinating the whole room. The result of this is a Danger Room that can completely duplicate any site or situation on or off the Earth for training purposes. While the Hellfire Club's secret Hellion Complex, underneath Emma Frost's Massachusetts Academy, has a Danger Room (called the Combat Room) built on stolen designs of one of Professor X's earlier Danger Rooms, it does not include this sophisticated holographic capability. The area is usually monitored by Professor Xavier, or another responsible adult, from an overhead control room. There is a safety lock built into the room's computers that prevents the room from killing any character. This lock can be turned off in the main control room, but it must be a conscious act to do so. For most of the game's purposes, the safety lock is always on and no character can be killed in the Danger Room. In any event, if a session gets out of control, activity can be terminated either from the control room or by pushing a cut-off button near the door within the Danger Room itself. (Interestingly, Emma Frost has recorded her Combat Room to completely ignore her, so she can walk through the room and not be attacked.) The Danger Room is equipped with many programs, a gymnasium mode, a simple obstacle apparatus mode for increasing one's flying ability or whatever, a clean-up mode for ridding the room of the debris inevitably left by the characters from destroying devices, and others. But the one we are most interested in is the combat mode.

On the back of the detachable fold-out, found at the end of this book, is a sample of the Danger Room floor. Each floor plate is considered an area in the Danger Room, if you can move 3 areas per round, you move 3 plates. Note that the plates are coded with letters and numbers. This is so a Judge can program his Danger Room for an adventure in advance, and know what plates trigger off what effects. He can even increase the size of the Danger Room by photocopying the fold-out and changing the codes so that the Danger Room is longer, wider, etc. He should also

decide how tall the Danger Room scenario is in advance, as each 8 foot ascent is also considered an area in here. Finally, he should assign the entrance to one of the border plates. It is important to know where the characters enter when programming the room.

Playing the Danger Room: An entire evening of game play can be spent in the Danger Room, complete with Karma earned for accomplishing the mission or lost for failing. The mission, along with the appropriate Karma, must be set by the Judge in advance and can vary widely from a few points for crossing the room and exiting the door (with numerous obstacles and traps in between) to whole adventures spent in a fantasy or futuristic land (with many encounters along the way). It is all up to the Judge.

A player character performing in the Danger Room can lose Health as he normally would, but since many of the attacks are illusionary and the rest are buffered by the computers, the actual loss is figured out a different way. Deduct the Health as you normally would from successful attacks, when a character reaches 0 Health he goes unconscious. When the session is over, the actual Health lost is one-quarter of that sustained in the Danger Room. So if a character finishes the session with a loss of 32 Health, he has actually only lost 8 points.

NOTE: If the safety lock is turned off in the control room by some villain, Health loss is full and for real. Anyone being hit by anything in the danger room will know that immediately.

How to Program the Danger Room: There are two ways to program the room, randomly or for select characters. The basic difference is that for select individuals, the room senses their positions and attacks them with situations you have preprogrammed for them. So, if a character steps on a plate in a randomly programmed Danger Room, whatever is listed for that plate happens (if anything). If the room is specifically programmed, a character will only trip something that the room has programmed on that plate for HIM. Many events can be programmed into one area, each for a different character. In both methods you list on a separate sheet of paper the plate code, then the event (or events for each character). The kinds of events in a Danger Room is almost limitless. The proficiency and potency of any attack can be up to Monstrous, but should be around the character's average power rank. After listing the event on the sheet, the Judge should list the rank of damage, the range (if appropriate), and the attack's proficiency to hit, such as:

A1—FLYING BOMB (Hit-Ex, Rng-4, Dam-Re)

Which would indicate that anyone who steps on panel A1 receives a flying bomb attack (most likely from the wall above it) striking as an Excellent ability, with a range of 4 areas before it is no longer a threat (or maybe

automatically blows up), causing Remarkable damage. Even more information can be added by a clever Judge, such as:

A1—(Pryde) 3 FLYING BOMBS (fr: A4-2) (Hit-Ex, Rng-4-Boom, Dam-Go, Check stun)

This indicates that when Kitty Pryde steps on panel A1, three flying bombs are released from panel A4, elevation of 2 areas (which means out of the wall at 16 feet high), and zoom immediately for her. They hit as Excellent ability, have a range of 4 areas before they explode, cause Good damage each, and the character should be checked on the Stun column if struck. One last example is in order:

C5—1x2 EX. WALL for 4 turns

This decodes into any character stepping on floor plate C5 sets off an Excellent Material Strength wall that is 1 area wide by 2 areas tall (always record width by height, then add thickness if necessary). The wall will pop up in an instant and stay there for 4 turns, then disappear into the floor again. Maybe the Judge put it there to rattle the character, maybe as the first section of a trap.

Below is just a brief list of the many events you can use in the Danger Room.

ENERGY WEAPONS: Weapons that fire beams of a specific type of energy (magnetic, gravitational, heat, laser, etc.), sonic weapons (stun?), concussive blasts, light bursts, etc.

MISSILES: Explosive rockets, flying batons, whizzing razor rings, and other attacks through the air. Always list range.

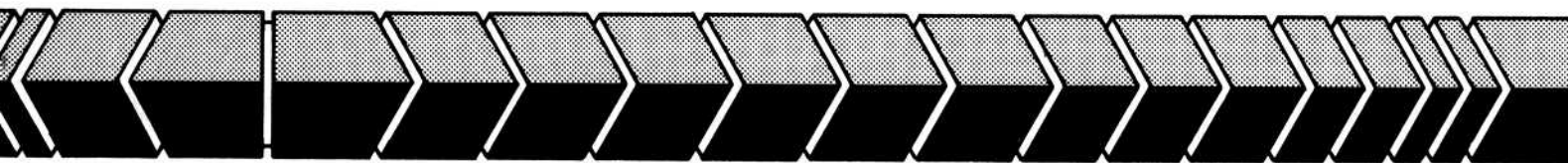
NORMAL WEAPONS: Machine guns, cannon, and other percussion weapons, flame-throwers, water-cannons, crossbow bolts, javelins, rams from the walls, etc., from fixed, movable, or tracking positions.

OBSTACLES: Sliding walls, cubes, bars, rings, netting, and other obstacles that can also be used to a character's advantage. Smoke screens, hydraulic presses designed to keep a character in place, etc.

ROBOTICS: Robots of any type the Judge desires, robotic limbs from the walls and floors, such as hands, tentacles, and so on.

TRAPS: Trapdoors or chutes into pits, water vats, electric grids, deadweights that fall on the area, nets that fall on an area, steam jets, oil slick on floor or walls, huge suction tubes, nets and catchers from the floor and walls, etc.

The Judge may want to assign a fixed Material Strength to all items not otherwise noted (Excellent is suggested). When using the Shi'ar holograms, a successful psionic power used against a holographic opponent will work if the proper FEAT roll is successful.



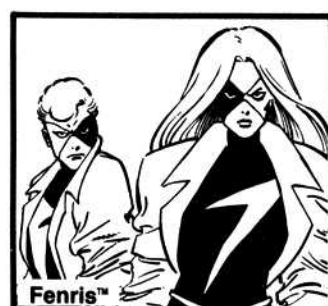
Polariss™



Binary™



Thunderbird™



Fenris™



Quasar™



Sunfire™



Electron™



Dazzler™



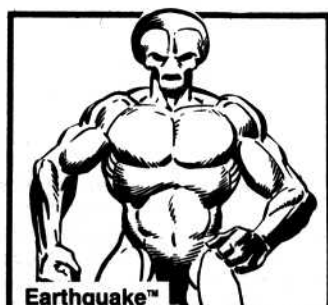
Phoenix™



Magic™



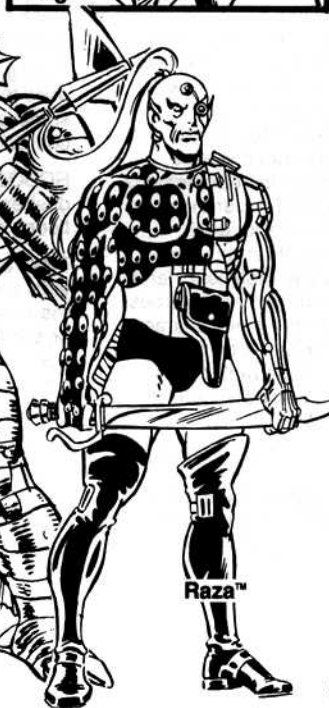
Viper™



Earthquake™



Ch'od™



Raza™



Corsair™



Hepzibah™

Introduction

This mini-adventure is included in this book as a means of introducing more mutant super heroes into a campaign. The adventure itself is not programmed for specific player characters, that is, it is not set-up only for the X-Men or the New Mutants. It is an open participant scenario, where any mutant hero the player wants to run, including a player-generated character, can be used. It is designed for four or five medium-level characters. If there are fewer or weaker characters playing, the Judge may want to alter the encounters so that they are weaker (fewer opponents or longer time between encounters so the heroes can heal, etc.) If the Judge feels the player characters are really tough, or there are more than five, then he may want to strengthen the opposition a bit (add more opponents, increase their firepower, or whatever). This mini-adventure requires the MARVEL SUPER HEROES® Advanced Game Supplement, especially the City Map that accompanies it, and the map of the interior of the Federal Building included at the end of this section.

This scenario may be added to the Judge's existing campaign if the player characters involved are mutants. We stress mutants here, as most of the encounters are geared towards them, and it is in keeping with this book's theme of Children of the Atom. This mini-adventure includes many short adventures that are tied into one major story. That story is explained in the Background section below.

Background

This scenario revolves around the mutant child named Willie Evans, Jr. Before reading any further, you should review his description in the Miscellaneous Mutants section. Though Reed Richards referred Willie to Professor Xavier, he has never been enrolled in Xavier's school. For the sake of this mini-adventure, this is what has happened to Willie since the day the Fantastic Four helped him:

Upon returning home with a "drained" Willie, his parents discussed his mutation for weeks, trying to decide what to do. He seemed alright, now that the cosmic radiation had been drained from his body, and no more manifestations of his mutant power occurred. Weeks turned into months, which turned into years, and Willie's parents put aside their fears.

"Maybe," they thought, "Mr. Fantastic was wrong. Maybe it was just a freak occurrence and Willie was not a mutant after all."

Even if Willie was a mutant, the growing hatred in the country towards mutants was a factor his parents could not overlook. If they brought their child to this Professor Xavier, he might teach Willie to use his powers... and it had been so long since Willie had shown any signs of being a mutant. They hoped it was all

a bad dream and that their son's power had gone away.

But Willie's power had not gone away, his body had just adjusted, while he was growing, to better handle the cosmic radiation he absorbed. Lately, though, unbeknownst to Willie or his parents, his powers had manifested themselves in his dreams.

The first four encounters are to take place days or weeks before the main adventure, sort of a psychic rumbling before a major storm. Encounter 4 presents a version of Mastermind and the heroes will most likely believe that he somehow has been using his illusions in a new manner to cause damage. During these encounters Cerebro (and the Hellfire Club's Mutivac) picks up sporadic signals of a latent mutation manifesting itself, though not long enough for them to lock onto. However, Project: Wideawake has also picked up on the child's emerging power by a stroke of pure luck. On the test run of a new Mk V Sentinel, it happened to fly over the Evans household while Willie was creating one of his fevered dream characters. Since its present instructions were to record data but not react to it, the Sentinel returned to base and reported the sighting.

Peter Henry Gyrich took charge of the operation personally, as this was Project: Wideawake's first opportunity to observe what they thought was an emerging mutant. Gyrich hoped to eventually kidnap the boy at the most opportune moment, and experiment on him to see what actually triggered the powers. He set up a surveillance team to monitor the Evans family members, following them wherever they went. Project: Wideawake team members recorded Willie's second dream (the second encounter) and felt he should be abducted before any more occurred. Gyrich agreed with them and moved his Sentinels in position to kidnap the child.

As will be explained in Encounter 5, the location of the kidnapping is not that important. What is important is that the Hellfire Club knew of the Sentinels' activities because of Shaw's close contacts with the Department of Defense. Within minutes of the abduction, the Knights of Hellfire appear, hoping to abduct Willie themselves before the Sentinels arrive, but settle on interrogating Willie's parents. This is when the player characters are first brought into the current scenario.

Willie has been brought to the Federal Building for testing, even as the player characters arrive to help his parents. The first thing Gyrich does is plug him into the new Psionic Identification Device Project: Wideawake's technicians have created. In a matter of minutes, Willie is bombarded with images and video footage of all the known mutants in this country. The file is extensive and, for the sake of the game, includes most of the characters listed in this book. Willie is monitored the entire time for reactions to the images. It is Gyrich's belief that most mutants

know each other, and that there is a mutant plot brewing to overthrow the government. But Willie shows no more knowledge of the other mutants than the average person.

Next, Gyrich wants his technicians to try to trigger Willie's mutation again, hoping he can isolate the exact stimulus and possibly create a drug that will arrest it. They use the only radiation source immediately available to them, cosmic radiation. Of course, they are not aware that Willie's body has absorbed almost lethal levels of cosmic radiation already and is on the brink of a relapse into his comatose/dream state. The minute Willie is hit with the rays he passes out and a warped version of Nekra appears in the park outside, beginning Encounter 6.

By the time the Knights of Hellfire arrive, Willie's condition has worsened considerably and he is within the medical ward of the 11th floor, where he will stay until the end of the scenario. If Willie has the opportunity to create nine more dream-characters he will come out of his coma, but be seriously weakened. If not, the radiation will eventually kill him (unless a character who absorbs cosmic radiation can be found to siphon off enough to stabilize Willie). In either case, the player character's primary mission for this entire scenario is to rescue Willie and get him major medical help before he dies. The best places to obtain this help include Professor Xavier's mansion, the Starjammer ship's medical bay, the Fantastic Four's Baxter Building, X-Factor's facilities, or even the Hellfire Club.

Encounter 1

A Dazzling Performance

SUMMARY: Willie's power siphons off his radiation poisoning for the first time in years. It occurs during his sleep, following an evening of television watching that included a documentary on mutants, featuring footage of Dazzler, who had told the world she was a mutant. That night, an evil, warped version of Dazzler appears.

STARTING: This encounter can take place anywhere the Judge desires in or around New York City. It should occur days, or even weeks before the major scenario, possibly with an unrelated scenario run between this and the rest of the adventure. The encounter will start if and only if the players respond to television and radio broadcasts of some strangely garbed female, who resembles the mutant-starlet Dazzler. A news team provides the television audience with live coverage of her going on a rampage.

ENCOUNTER: As the heroes approach the site of Dazzler's mayhem, they will note a live-action news team on the spot. If they wish to retain their anonymity, they will have to either draw the Dazzler away from the cameras (which have a filming range of 4

areas) or somehow disrupt the filming. The warped Dazzler will take no notice of them, unless they attract her attention by attacking her or by a display of power within 6 areas of her, whereupon she will attack. Any one of the player characters who has met Dazzler will note that this character looks like Dazzler, yet it somehow...twisted. Also, this character is wearing Dazzler's old costume, the one she used to wear when she was shooting her movie.

Use the Dazzler's statistics for this character, but limit the damage she can cause to no more than Monstrous and lower her Fighting ability to Typical. She will retreat if she is being badly beaten, but stop a few areas away and begin going on a rampage again. Once her Health drops to 0, she disappears. If she is not defeated, but defeats the player characters instead, she will have exhausted all her energy and disappear anyway.

AFTERMATH: If asking around after the battle, bystanders will say that she just appeared out of nowhere. Extensive questioning of bystanders will raise the comment that the creature who just was beaten by the player characters looked "just like that mutie broad on TV tonight." When pressed, the bystander will mention the documentary on mutants that Willie watched. If the player characters make an effort to obtain a copy of the film, they should have no trouble finding it. In the documentary, both Dazzler and the first Brotherhood of Evil Mutants are featured, since they are publicly known as mutants. The shots of Dazzler sometimes show her in the exact positions she struck tonight during the battle. Even some of her comments would be the same. Try as they might, there will be no rhyme or reason to tonight's attack. If any character thinks to check Cerebro the next day, they will find a record of a mutational manifestation in the area where they fought last night during the time that they fought the warped Dazzler.

KARMA:

Responding to the Threat	+10
Defeating the Warped Dazzler	+30
Being Defeated by the Warped Dazzler	-25
Gaining Information Afterwards	+10

Encounter 2

Speed and Spells

SUMMARY: Willie is absorbing too much cosmic radiation again. During his night's sleep he again siphons off power, this time creating a warped version of both Quicksilver and the Scarlet Witch as he saw them on the previously mentioned documentary.

STARTING: This encounter can take place anywhere the Judge desires in or around New York City. It should occur a few days before

the main scenario, preferably following the last major scenario the Judge ran. This time, as luck would have it, the encounter will happen within line-of-sight of at least one of the player characters. It will appear as though the warped Quicksilver and the warped Scarlet Witch are battling each other.

ENCOUNTER: Once the heroes arrive at the site, the two warped ex-Avengers will immediately attack them. Use Quicksilver's and Scarlet Witch's statistics for the characters, but modify them in the following ways. Quicksilver will have lost 30 Health points by this time, from battling the Scarlet Witch, have a Fighting ability of Typical, an Agility of Monstrous, and a Reason of Typical. The Scarlet Witch will have had her Health reduced by 6 points from Quicksilver's attack and have Fighting and Reason abilities of Typical. Neither of the warped characters will retreat. Once the warped characters' Health reaches 0 they disappear. If they defeat the heroes, they will then continue to battle each other, until one reaches 0 Health, then they will both disappear.

AFTERMATH: If the heroes ask around after this battle, they will find out that the two warped characters materialized out of thin air, just like Dazzler had done. If they go back and check the previously mentioned mutant documentary, they will again find out that both characters used tactics and struck poses similar to those broadcast. They will also note that the sequence showing Quicksilver and Scarlet Witch followed right after the sequence on Dazzler. The next sequence is on the leader of the original Brotherhood of Evil Mutants, Magnetol Again, try as they might, this encounter will seem like an aimless rampage to the player characters. Almost everyone who follows the Avengers knows that the Scarlet Witch and her husband, the Vision, are on a leave of absence and have gone away.

KARMA:

Responding to the Threat	+10
Defeating Scarlet Witch	+20
Defeating Quicksilver	+50
Being Defeated	-30
Gaining Information Afterwards	+10

Encounter 3

Fe Fi Fo Fum

SUMMARY: Willie's radiation level continues to rise and his dream creatures are still being produced. One of the most vivid images of the documentary, that of the Living Monolith, sparks his appearance.

STARTING: This encounter can take place anytime the Judge desires, as Willie could be daydreaming too. Its location will be the empty construction lot on the corner of W. 7th Avenue and N. Cleveland Street, located on

City Map 1 that came with the original MARVEL SUPER HEROES® Game. It should take place at least two days after Encounter 2. The Judge should wait until he has the opportunity to draw the player characters into this area on some pretense (possibly following up on another adventure).

ENCOUNTER: When the heroes are within 6 areas of the construction sight, they will see an awesome sight, as will everyone else in the surrounding neighborhood. Up from the ground, ripping through the surface like paper, is what appears to be the final phase version of the Living Monolith before it ascended into planethood. It will stand 100 feet tall and look like it was carved from solid stone. His bright, glowing eyes will simply look around the areas, as if looking for someone to stomp on. The police and citizens will run in terror; of it, the Living Monolith has rampaged through New York City once before. It will be obvious to any hero that he does not have much of a chance of stopping this villain. What the heroes do not know is that the power drain for a character this big is phenomenal and it only has a Health of Poor and no abilities or powers to speak of. It is, in effect, a shadow villain and cannot harm anyone. If no one touches it, it will dissipate after five rounds of looking around. If any character has the courage to attack it and causes Poor damage or better, it will dissipate.

AFTERMATH: This encounter is a good lesson in courage. Whoever the first hero is (or heroes are) to attack it (must be in the same round if more than one attacker) receives the full Karma for defeating it. Those who just stood by or ran away lose out. It is common knowledge that the Living Monolith disappeared into space some time ago. Absolutely no one who sees it dissipate believes that this was the Living Monolith. If the heroes are not aware of these facts, the Judge should inform them of it now. He can even bring in another NPC hero who had rushed to the scene to confirm that this could not possibly have been the Living Monolith. If the hero player characters relate their recent experiences with these dissipating characters to the NPC hero, he will just shrug and say it sounds like an illusion to him.

KARMA:

Attacking the Living Monolith (to be divided among those who first attacked—must have been in the same round)	+100
Standing by and not attacking	-20
Running Away	-40

Encounter 4

It's All Done With Mirrors

SUMMARY: Willie's drain from creating the Living Monolith in Encounter 3 is slowly beginning to lose its effect. He is beginning to

drift off all the time and dream. This time, it is a dream creature version of Mastermind that Willie creates. This may lead the heroes to believe that they have discovered the source of these recent illusions.

STARTING: Again, this encounter can take place anytime during the day or night, and anywhere in the city or near Willie's home. If the Judge has no preference, it will take place on the northeast corner of the City Map 1 that comes with the original MARVEL SUPER HEROES® Game, in the park. It is up to the Judge to again lure the player characters to this spot, this time with a story of a fire truck that has blown up under its own pressure, harming dozens of people. The encounter should take place within 24 hours of Encounter 3.

ENCOUNTER: As the heroes approach the scene of the disaster, everything they see (firetruck, victims, passerbys, etc.) disappears. The illusion was only directed at them. Just for a fleeting moment, they catch a glimpse of a man (Intuition FEAT roll to see if they recognize Mastermind), then he disappears. A round later, as if in answer to the emergency, the original Phoenix flies around a building, lands, and begins to talk with them like a normal super hero meeting friends. The Judge should make sure they all know that the original Phoenix was destroyed a while back and the greatest probability is that this is an illusion. In fact, it is one of the dream state Mastermind's illusions and should be treated accordingly. Mastermind can have no power rank over Monstrous, nor can his illusions, his Fighting rank is Feeble and his Reason is Typical. The strain of a dream character to create and maintain an illusion is too much for prolonged action. If the illusionary Phoenix is not defeated within seven rounds, she will disappear as if an illusion. If she is defeated, she will also disappear as if an illusion. Either way, once gone Mastermind will appear on an adjacent area, weakened and looking afraid. He will start to run west. If he is attacked within the next two rounds, he will be too weak to present another illusion, otherwise he will be able to make an illusion of himself being invisible, switch directions and head south, and dissipate after another two rounds. If he is caught and defeated, he will dissipate, but the heroes will not be sure if he was real and transported out of the area somehow, if this was an illusion of him, or if it was another of the weird occurrences that have been happening lately.

AFTERMATH: Very little aftermath is involved in this encounter. The Judge should hint and subtly imply, if questioned, that it seems as though Mastermind is around to plague the heroes and has gotten away.

KARMA:

Defeating Phoenix Illusion	+40
Defeating Mastermind	+35
Being Defeated by Phoenix Illusion	-30
Being Defeated by Mastermind after the Phoenix Illusion is gone	-25
Anyone guessing that this is all tied in and Mastermind is not really involved	+10

Encounter 5

Knights Errant

SUMMARY: The Knights of Hellfire have missed the Sentinels and Willie Evans, and so are intimidating his parents when the police show up. During this battle, another live-action news team shows up and the heroes see this attack on television.

STARTING: This encounter takes place during the day in the easternmost area of Rathbone Park that is available to the Judge (the City Map that comes with the boxed MARVEL SUPER HEROES Game contains the western half of Rathbone Park, while the City Map that is included in the MSH Secret Wars II Special Campaign Adventure includes the eastern half of Rathbone Park). It should occur from two to four days after Encounter 4. One half hour before Encounter 5, Gyric, who had the Evans family followed, called in the Sentinels to kidnap little Willie Evans, Jr. This took place in Rathbone Park. Mrs. Evans went into shock and Mr. Evans was hurt trying to stop them. Willie was taken by the Sentinels to a north access tunnel off the river, and through that tunnel to the second level parking ramp entrance to the Federal Building (see the map on page 94).

Meanwhile, Hellfire Club agents had called in their own Knights of Hellfire to abduct Willie just moments before the Sentinels arrived (see Villain Agents-Commanders in the VIP section and their armor in the items section). By the time the Knights arrived, Willie and the Sentinels were gone and police were everywhere. Since the Knights had to talk with Mr. Evans, they have been battling police, while one of their numbers interrogates Evans. The Judge must arrange for the heroes to see the live broadcast of the battle and hear the words of the live-action news announcer:

"Apparently little Willie Evans was abducted this afternoon by giant robots from downtown Rathbone Park. Shortly after, these men in weird, armored costumes that are on your screen now, arrived and kept everyone away from the child's father. They were thought to be the local authorities until police arrived and were fired upon. Now the Evans family is being held hostage in the middle of the park, while the battle rages around them. Though the Special Weapons unit has been ordered up by the New York Police Department, the armored marauders seem to have no problem

keeping them at bay, and many of New York's Finest have already fallen today."

ENCOUNTER: Upon the heroes' arrival, they see the police pulling back, the park and surrounding streets deserted, and at least two live-action news teams set up on rooftops filming the whole thing. In the park itself can be seen:

- a young black woman lying prone (Mrs. Evans lying in shock);
- a young black man (Mr. Evans) being held by his lapels by one of the Knights who occasionally shakes him, as if interrogating him (the Knight has his helmet off and lying on the ground);

- a damaged air sled smoking on the ground, behind the Knight who is interrogating Mr. Evans;

- numerous policemen, unconscious, lying on the ground (their weapons are strewn hither and yon);

- seven other Knights on their air sleds firing their blasters, forcing the police back at least a block away from the park (add one knight for every additional player character over five).

The Knights are not expecting any trouble from super heroes and are just preparing to leave on their air-cycles, when the heroes arrive. They will battle for six rounds, then those who are left will retreat, flying off in all directions to avoid pursuit. The Knight on the ground with the damaged air-cycle will treat Mr. Evans as a hostage until he is neutralized by the player characters (or the police if the player characters will not do it). The police will not interfere with the battle between the Knights and the heroes, and will only attempt to save Mr. Evans if the heroes obviously will not.

AFTERMATH: This is a good chance for the heroes to score Karma points on television as being one of the good guys. Of course, they can also lose Karma by making an unfavorable impression (killing characters, uncalled for damage of property, letting the police rescue Mr. Evans, etc.) The determination of this publicized Karma, and the exact amount of it, is left to the Judge. If any character follows one of the Knights as they scatter, the Knight will turn to fight after three blocks of flight.

If the heroes seek out Mr. Evans after the battle, he will ask to speak with the heroes alone and the police will accommodate him (as they whisk Mrs. Evans away to the hospital). Mr. Evans will tell the heroes Willie's entire past, and mention that his son has been having bad dreams again lately (if asked, he will name the nights that match Encounters 1 & 2).

If asked, Mr. Evans will describe the two Sentinels who abducted his son, and tell them that one of the Sentinels said "Come with us!

It is illegal for a mutant to resist arrest by a Sentinel." (Obviously faulty programming of the Sentinel in expectation of the future.) Fortunately, no one else heard the Sentinel but Willie's parents.

If asked, Mr. Evans will say that the armored men came out of nowhere, did not seem to know anything about the previous giant robot attack, and kept asking Evans questions such as "Where have they taken your son?" "Can you hear his thoughts?" "Did the Sentinels say anything about where they were going?" and the like. He tried to explain to the man that he had no idea of what was going on, but that only seemed to provoke the man further. After that, Evans will pass out from his injuries and the police will put him in an ambulance.

Just before the heroes are about to leave, the police will call out to them that the helmet, left behind by the Knight on the ground, was making some kind of noise. Inside the helmet, the communications receiver picks up a call from the Hellfire Knight leader (there are others, even if all those in this encounter were defeated). The transmission says, "Hellfire Knight leader to all Knight units. Mutivac has detected the mutant target in the area between North Hayes and North Fillmore Streets, east-west, and West 9th and West 5th Streets, north-south. Proceed there immediately."

NOTE: If the heroes are too badly damaged to continue at this point, the Judge could arrange so that the helmet is taken into their custody for study, and this broadcast is made a little later, to let them have a chance to rest.

KARMA:

Responding to the Threat	+10
Each Knight Defeated	+25
Good Publicity on TV	+50
Bad Publicity on TV	-60
Each Important Piece of Information That They Received by Questioning	+10

Encounter 6:

A Magnetic Personality

SUMMARY: Upon the Knights' arrival in the area, the Hellfire Club's White Queen starts telepathically scanning with Mutivac from afar to try to pinpoint Willie's position. Willie, in his delirium, senses this and creates another warp character to protect himself.

STARTING: By the time the heroes arrive at the City Map that comes with the MARVEL SUPER HEROES® Advanced Game, the battle seems to be raging on 8th Avenue, where it borders on the north section of Buchanan Park. Strawn over the area are about a dozen fallen Knights and their sleds. Three more are circling a figure that appears to be Magneto (judging by his powers) in his old costume (the same one worn in the mutant documentary). As soon as the characters make themselves known, he will attack them,

as well as the remaining Knights.

ENCOUNTER: The Knights will fight with the heroes against this Magneto until he is defeated, then, if all three still remain, attack the heroes, try to drive them off, and resume their search for the boy. If only one or two Knights remain, they will get their tails out of there.

Use Magneto's character statistics with the following adjustments: his Fighting and Reason abilities drop to Typical, his powers never go above Monstrous, and his Flight speed drops to 12 areas per round.

The warped Magneto will concentrate his beginning attacks against the character(s) with the most metal on them. This character, unlike the present Magneto, has no difficulty with killing a character, so he will not simply remove them from play by magnetically flying them out of there. At the same time, he has little Reason and an unconscious foe will be ignored. He will keep fighting until he has either defeated or driven away all of the heroes and Hellfire Knights (including characters who appear to have been defeated), or until he, himself is defeated, whereupon he will disappear.

AFTERMATH: The aftermath of this encounter should include interrogating one of the Knights. If the heroes pursue and capture one of the Knights, then they can interrogate him. If they do not do this, the Judge should supply them with one by having one of the previously fallen Knights moan his way back into consciousness.

The heroes can interrogate a prisoner by threatening him, etc., but not actually harming him (or they will suffer Karma loss). The prisoner is interrogated by making a Psyche FEAT roll and a Reason FEAT roll, every 5 minutes he is interrogated. If he fails both rolls at the same time, he will answer three questions put to him by the interrogating character. He has the potential for telling all he knows, including the fact that Emma Frost believes she had located the kid just before the warped Magneto attacked. He is somewhere within the Federal Building. After the three questions are answered, the interrogating can begin again so three more questions can be asked.

KARMA:

Responding to the Threat	+10
Defeating the Warped Magneto	+100
Each Knight Defeated	+25
Successfully Interrogating the Prisoner, per Fact Revealed	+10

Encounter 7

Siege of the Federal Building

SUMMARY: Willie is being held somewhere in the Federal Building. It is up to the heroes to find him and get him to a hospital. Between Willie and them is a maximum security

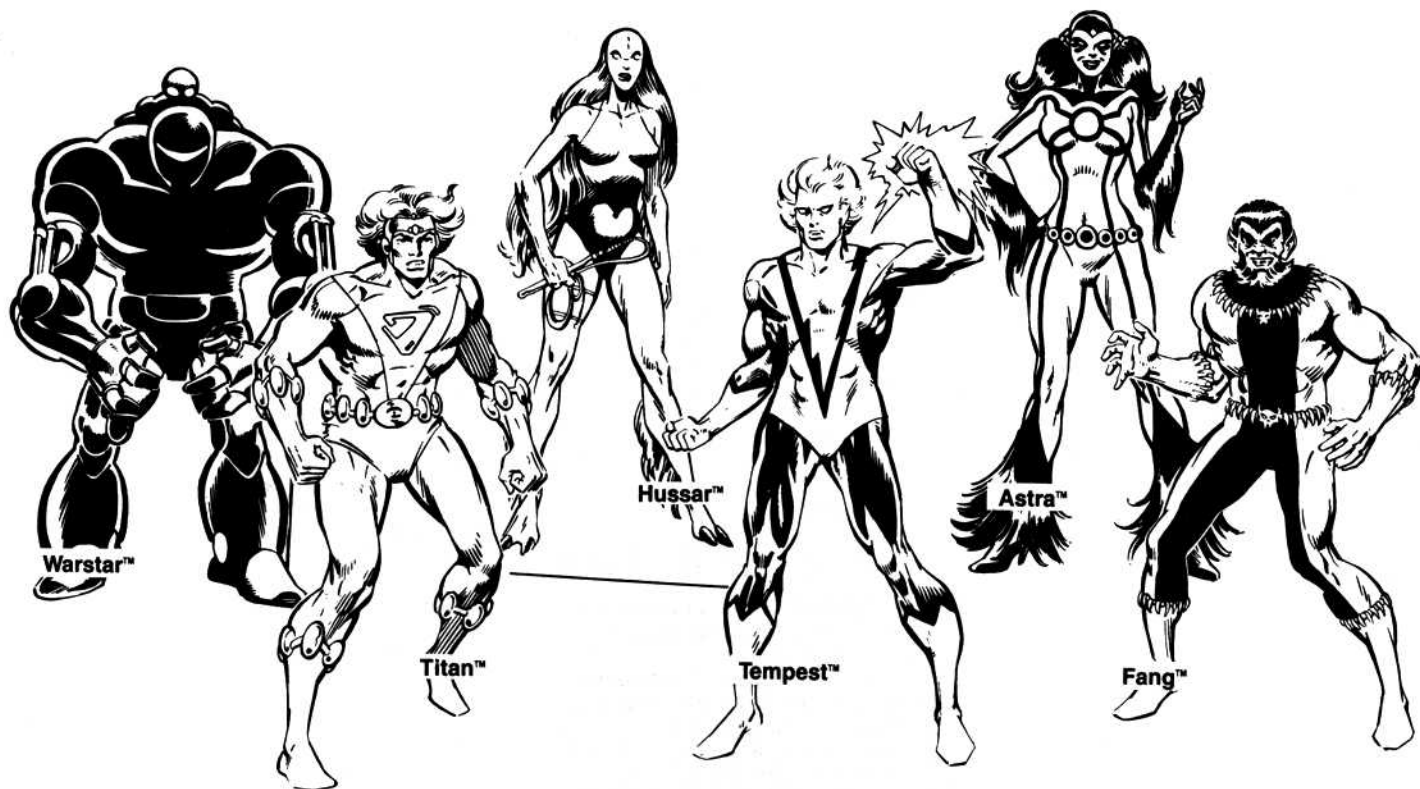
building.

STARTING: This encounter can take place either immediately after Encounter 4, or a day later. Whatever day they are going into the building, it will be a Sunday or a federal holiday and there will only be skeleton crews working. The heroes can either enter through the roof, through the front door, try to smash through one of the windows, or through the underground parking ramp. The Judge should mention to the heroes, if they take any time at all to scout out the objective, that there is a sign near the underground parking ramp off of West 6th Avenue, that directs visitors to the Federal Building to park in this parking lot. If they go down one level, they cannot help but notice a) an entrance to the Federal Building in the southeast corner and b) a ramp that says "For Federal Employees Only" that proceeds down to a lower level. The Judge will use the City Map that accompanies the MARVEL SUPER HEROES® Game to show the players where their target is and have them indicate where they will enter, exit, etc. The Judge himself will also use the Judge's maps included in the back of this section. He should be careful not to let the players see these maps, as they indicate actual windows, relative wall strengths, etc.

ENCOUNTER: Since this is the main scenario of the mini-adventure, the description of the Federal Building will be handled in great detail, floor by floor. Refer to the map legend when referring to wall types, door types, window types, and so on. And now, a few 'givens' for the entire building.

The building is a maximum security building, that is, it is made of some of the strongest materials, built at great cost, to house most of the New York City branches of the various federal law enforcement and intelligence authorities. All of the electrical conduits, plumbing pipes, and ventilation systems are built between layers of the walls and have a life expectancy of one hundred years. There is no way into them except through lighting or plumbing fixtures or the small vents. The designers opted for thousands of small ventilation shafts, instead of large ones. The vents in a room are no larger than six inches square. Every 30 feet, the ventilation systems have small electronic grids which deliver Remarkable shocks to anything touching them larger than one-quarter inch.

The entire building is considered fire proof, with smoke and heat sensors, and water sprinklers or foam nozzles everywhere. A Remarkable level fire, breaking out anywhere within the building, will be extinguished in two rounds. Because of the high security factor of the building, there are no emergency stairwells, just the four elevators: A, which is the public elevator going from floors S2 to 11, B, which is another public elevator going from floors S2 to 10, C, which is the U.S.



Department of Defense's elevator that goes from floor S2 straight to floor 11, D, which is another U.S.D.D. elevator going from the 11th to the 12 floor. The C and D elevators are unknown to the other bureaus in the building and are used by Project: Wideawake (hereafter referred to as P:W) personnel (note that elevator C is surrounded by Type C walls). All elevators have emergency ladders in their shafts. There is one stairwell from the helicopter pad on the roof to the twelfth floor. That will be covered later.

The entire building, from the outside, looks like it has windows evenly spaced on every floor aboveground. All of the windows are coated with a mirror screen, so no one can see in. In point of fact, only the windows shown on the individual levels are actually windows that people inside can see through. They are a new bulletproof glass/high strength plastic compound and have a Remarkable Material Strength. Any other window has an Incredible Material Strength, and then is backed by whatever wall type is there. If a character wishes to smash through a window from the outside, have the player designate on the City Map which level and approximately where on the building he wishes to enter. Look on the Judge's maps and see if that approximate location is a real or false window, and treat accordingly. All real windows are equipped with sensors which detect breakage and sound an alarm on the floor penetrated.

The entire building is made of three wall types: Type A, reinforced concrete or steel of Remarkable Material Strength, Type B, solid stone blocks of Incredible Material Strength, and Type C, granite blocks or steel alloys of Amazing Material Strength.

The doors within the Federal Building, whether room doors, elevator doors, or oversized doors, are of three types: Type 1, normal doors of either reinforced metal or simulated wood that are of Excellent Material Strength and have Remarkable level locks on them (in the case of room or building exit doors), Type 2, strongly reinforced metal or simulated wood doors of Remarkable Material Strength and all fitted with Incredible level locks, and Type 3, extremely reinforced metal doors of Incredible Material Strength and all fitted with Amazing level locks. None of the locks are electrical, so they cannot be shorted out. The locks are of a space age plastic and cannot be magnetically opened. It would require Incredible heat to melt them and the door would melt first. The door hinges are situated in such a manner as to be inaccessible from either side of the door.

Since all of the floors are high security areas, no security scanners or video cameras are mounted, for fear of someone tapping into the video line and identifying all the agents. The building itself has a nullifying field constantly broadcast around it, so no electronic (or super powered) visual or hearing

devices can penetrate the building. All bureaus have separate communications frequencies through their own systems. They all broadcast through a mega-scrambler on the roof, but cannot tap into each other's network. They can communicate via satellite with any of their stations in the world.

The electrical circuitry has pulsating breakers in it, which means that any high electrical charge traveling through them must be of Excellent intensity or better before they short out. If a system is short circuited, it will only shut down the area shorted, and all adjacent areas. The electrical system will automatically reset in three rounds, in any case.

All rooms marked "E" are rest rooms. They are equipped for either sex, unless marked otherwise.

All personnel not listed separately in this book will be considered as either agents, commanders, or sub-commanders. Use the Villain Agents entry in the V.I.P. section for their general statistics.

NOTE: The Judge should feel free to add or delete anything he wants. On the less important floors, (FBI, CIA, etc.) he may wish to add characters or information peculiar to his game. The only "floating" encounter, that is an encounter not fixed to a specific locale, is the following one.

Floating Encounter

SUMMARY: The player characters meet warped versions of themselves.

STARTING: Before the players have gone too far (no more than three floors from the bottom up or if they enter in the middle, and on the roof if they try to enter through the roof), the player characters will run into warped versions of themselves. The fevered Willie, sensing their presence, has sent them after their originals. The Judge may place them wherever he desires, but they will not be too cleverly hidden in an ambush. Try to locate the conflict at least one floor away from Gyrich and Willie.

ENCOUNTER: The warped characters will appear 6 areas away from the player characters. Check for surprise as normal. Each warped character will attempt to attack his own original, but if engaged by another player character, will attack him first. Only when the first is destroyed will he then continue after his own original. The player characters may fight whomever they choose and can reach.

Use the characters' own statistics for their warped versions. Remember to lower the warped versions' Fighting ability by a -1 CS, lower the Reason to Typical, and lower any power of Unearthly or greater to Monstrous. Also, no warped version can perform power stunts. The warped version of each character will only disappear after it is destroyed, or the original character is defeated (so it is conceivable that a warped Beast who is fighting the real Cyclops will disappear after the real Beast is either defeated or leaves the building for two rounds).

This encounter could get pretty hairy for the heroes. If they are down to two characters left and it looks like they will lose the Judge can use the Willie Option. That option is that Willie's mind is struggling with itself for balance. Part of it suddenly realizes that these characters are here to help him. He then sends a warped character to help the player characters. If he is defeated another warped hero will show up, and another, until the warped villains are defeated. The final warped hero will stay and assist the heroes in whatever way he can for 10 +1 - 10 rounds. The twist is, the warped character is also a product of Willie's poisoning, so it should be a former villain who not only is acting as a hero, but has the demeanor of a hero also. Possible warped heroes could include Juggernaut, Blob, Silver Samurai, Whirlwind, etc.

AFTERMATH: If the encounter takes place on an occupied floor, the miscellaneous people on the floor will lock up any important material, then call for help from the NYPD. The police will start with the lobby and search floor by floor until they find the characters. This might add a little more pressure to the mission (use Villainous Agents-operatives statistics for the police).

If the warped characters are defeated by the

player characters alone, then figure out the Karma normally. If a warped hero was needed, subtract Karma from those heroes who were defeated. Any player character who the Judge feels actually defeated a warped character on his own, despite the warped hero's presence, should earn his Karma for defeating the villain. If an undefeated character did what he could in the battle, but the warped hero actually defeated the warped villain(s), grant the Karma to the warped hero, but do not deduct Karma from the undefeated player character. The actual Karma won depends on who defeated whom, and is up to the discretion of the Judge. The Karma lost from being defeated depends upon whether the player character was defeated by a less powerful character (-40), his own warped version (-30), or a more powerful character (-20).

When the Karma has been determined, the players may continue.

The Federal Building

SUB-BASEMENT LEVEL 2 Parking lot.

(Use the map on page 96, ignoring numbers 21 and 22.)

The parking level that is the same depth as Sub-Basement level 2 is reserved only for Federal Building Employees of Sub-Commander rank and higher. It is also used to store special vehicles, bring in fugitives, etc. The S2 parking level is only reached from the S1 parking level by either the 16 ramp or the stairwell outside of 21. The ramp has a security guard (operative level) at all times, armed with a six-shot handgun, mace, and a nightstick. The guard gate is only opened from inside the guard booth and is an Excellent Material Strength barrier. The stairwell opens up to the entrance to the Federal Building on level S1. There is an armed security guard at the top of the stairs with a nine-shot automatic pistol and two extra clips. Both security guards are equipped with walkie-talkies that keep them in contact with the building security commander.

The lighting combines with the many columns and pillars down here to lower normal eyesight to 3 areas.

Since this is a high security installation, there are built-in defenses down here. On support columns 1, 4, 5, 6, 11, 12, 13, 14, 25, 26, 27, and 28, there are auto-scans which run off the building's security computer. They each have a range of 2 areas and guide the firing systems (note that the scanners work on line-of-sight, so if a character is properly situated, like on the northeast side of pillar 3, they cannot locate him). The auto-scans can see in the dark, but not through dense smoke or gas.

On pillars 2, 3, 7, 8, 9, 10, 15, 17, 18, 19, and 20, lasers are mounted. Each laser fires a beam that causes up to Remarkable damage. If the computer sees through its scanners that an individual is not affected by Remarkable laser fire, it will turn another laser on the target to raise

the damage by a +2 CS. It can continue to add lasers this way, up to a battery of 6 lasers, if all have a clear line-of-fire to the target, and if they are not firing at another target.

Both Garage doors 23 and 24 are on this level. They belong to Project: Wideawake and have been expertly camouflaged to appear as if they have not been used in years. Both have sensors above them to tell if there are any persons within eyesight of the doors. They will not open the doors if someone is around.

The Amazing Material Strength Garage door 23 is the exit from the tunnel that leads to area 6 of Sub-Basement Level 2, the special operations bay. If garage door 23 is breached, a Mk III Sentinel in S2, area 5 will come to investigate. Garage door 24 (also Amazing Material Strength) is the exit from this level to a tunnel that stretches miles north to open on an abandoned lot near the river. This is how Project: Wideawake can move their Sentinels or advanced vehicles in and out of headquarters without being seen.

SUB-BASEMENT Level 1

(Use the map on page 96, ignore numbers 16, 23 and 24.)

This is the normal underground parking lot for visitors and average employees of the Federal Building. It is reached by an open ramp on the southwest that has access onto West 8th Avenue. The parking lot actually opens up much farther to the northwest (the blank block), but this is the only location we are concerned with. The entire parking level is patrolled by two NYPD officers in a squad car (each armed with walkie-talkies, a six-shot handgun, a can of mace, and handcuffs; there is an eight-shot shotgun in the trunk). In addition, there is a security guard outside of 21, the entrance to the Federal Building, as described in the previous chapter. The only other thing of note in here is the Garage Door, 22. It opens into a 3 area long garage which holds the maintenance equipment for the parking lot. The lighting on this level, combined with the many columns and pillars, act to limit normal eyesight to 4 areas.

FLOOR SUB-LEVEL 2

(Use the map marked Sub-Level 2)

1. Guardroom; one security guard (operative) armed with a six-shot handgun, mace, nightstick, and walkie-talkie. He also has an eight-shot shotgun in his cube. His job is to make sure no unauthorized personnel enter this level. Only U.S. Department of Defense personnel are allowed down here.

2. This is a security door hidden behind some crates. It is so well hidden that to find it without knowing it is there requires a successful Intuition FEAT roll.

3. Project: Wideawake operative here, armed with a sub-machine gun. He is not to allow any non-Project: Wideawake personnel into area 4, and asks no questions of personnel exiting from 4.

4. Project: Wideawake vehicle and Sentinel repair and maintenance room. There is a Mk III Sentinel currently taken apart in here. Other than that, the place is abandoned.

5. Project: Wideawake storage of Sentinels. Locations a through d are all Mk V versions, e is a Mk IV, and back in the shadows, f is a Mk VI prototype. All of them but d are completely shut down. D is on low battery usage mode. This means that unless it is disturbed it will remain 'asleep' and conserve power. It is activated so it can investigate any tampering with Garage Door 23 on parking level S2. Unless it is disturbed by gunshots from the adjoining areas or by mass destruction within here, it will remain inert. Characters can quietly try to open a Sentinel's hatch and rip out some wires, but that requires an Agility FEAT roll. If the roll is failed, enough noise was made for Sentinel d to activate. It will demand identification, then enter combat for three rounds. At the end of the third round, it will activate the Mk IV Sentinel and another Mk V Sentinel. If one of these backups are destroyed within three rounds, it will not be replaced, but if it is destroyed after three rounds, another is activated, until all are used up.

6. This large garage usually contains a number of vehicles of fantastic design, but all are on assignment today (if the Judge wishes to include one in here of his own design that is fine—a mutant stealing a Project: Wideawake vehicle is not a Karma loss activity, since it is not evidence and P:W is an illegal organization).

The lower access to elevator C is off of this area and requires a special I.D. card to open it (it has a scanner which visually recognizes Sentinels and allows them passage—no more than two at a time).

FLOOR SUB-LEVEL 1

(Use the map marked Sub-Level 1)

7. This is a simple entryway from the S1 parking level to the Federal Building elevators. The door on the southeast is marked "Employees Only."

8. This is a security room. A guard here checks to make sure that no one enters this area who does not have clearance. He is armed with a 20-shot sub-machine pistol and is a sub-commander.

9. A large expanse of pipes and machinery takes up this area. It is simply to discourage anyone from looking around.

10. The door to 10 is so well camouflaged that it requires an Incredible Intuition to even roll the red FEAT roll result needed to locate it if one does not know where to look. A character with an architectural or engineering talent would automatically be allowed the FEAT roll to find it, as they know there might be one. 10 is the back-up systems room to room 11. If 11 is destroyed or otherwise fails, 10 kicks on automatically.

11. This is the maintenance systems room,

that has the building's furnaces, central air conditioning, water pumps, heaters, and filters, and a back-up electrical generator in case Con-Ed has a blackout.

FIRST FLOOR

(Use the map marked Lobby Level)

1. This is the marble floored lobby of the Federal Building. Though today most of the offices are officially closed for the holiday (or Sunday), intelligence work never ends and so the building is open. There are numerous large potted plants spread around the lobby and many large marble statues of past famous law enforcement officers (J. Edgar Hoover, Elliot Ness, and so on). There is an index by the elevators door that reads:

AGENCY	FLOOR
CENTRAL INTELLIGENCE AGENCY	8
FEDERAL BUILDING SECURITY	1
FEDERAL BUREAU OF INVESTIGATIONS	9
INTERNAL REVENUE SERVICE	2
SUPREME HEADQUARTERS FOR INTERNATIONAL ESPIONAGE, LAW ENFORCEMENT DIVISION.	4
U.S. DEPT OF DEFENSE	11
U.S. DEPT OF JUSTICE	
U.S. MARSHALL	7
U.S. SECRET SERVICE	3
U.S. DEPT OF TRANSPORTATION	
COAST GUARD	10
U.S. DEPT OF THE TREASURY	
ALCOHOL, TOBACCO, & FIREARMS DIV.	5
CURRENCY DIV.	6

The Federal Building has its own security guards. Unless otherwise stated, they are operative level, carry six-shot handguns and mace. There are three of them always stationed in the lobby, one at each door on either side of the elevators, and one outside of room 3.

2. This is an information booth where a female clerk will provide information about federal law enforcement programs, etc.

3. This is the office of the head of security at the Federal Building. He is here today trying to catch up on his work. He has an eight-shot shotgun in a locker in his office. Treat him as a sub-commander.

4. This room contains the Federal Building security force's security computer that monitors break-in alarms, fire alarms, and controls the S2 parking level's auto-scanners and lasers. It also contains direct communications to all the heads of the bureaus on all the floors above and to the NYPD.

5. This is the security force's break room. There is currently no one here.

6. This is the office of the owner of the security building. It holds the plans for the structure of the entire building, except for elevators C and D, which are described as utility shafts.

7. This is a maintenance room containing all the equipment the maintenance people use in cleaning the building (but not levels 11 and 12).

8. This is an empty conference room.

9. This is the office of the manager of the Federal Building. It also holds document copying and shredding equipment.

FLOORS 2-10

(Use the map marked Levels 2-10)

IN GENERAL: Each level is divided into two areas, which are filled with cubicles of Good Material Strength. Most of these levels are deserted and most valuable documents stored in various vaults. The lights are real low, except for where the people are located, consider it dim lighting in the middle of the floors. Room 1 on each level is always the communications room, containing sophisticated communications equipment, the agency's main computer, document copying and shredding machines, etc. There is an agent on duty in every communications room. Most cubicles have office supplies and a computer station. Any computer station can tap into that agency's computer, but passwords are required. If searching for more than six rounds in a section, the player characters can find at least one passcard for that floor's doors.

Type 1

That agency's armory is always in Room 2. It usually contains, bullet-proof vests, handguns, rifles, sub-machine guns, tear gas and smoke grenades and rifles, and some may even contain LAWs rockets. The contents of each armory is at the discretion of the Judge.

The head of the New York branch of that floor's agency has his office in room 3. It usually contains valuable information that the Judge may be able to use for leading the characters into further adventures.

PERSONNEL: Each floor has 1 + 1-5 people working. One is always in the communications room. If there are more than three people on the floor, one of them is the branch head. The head of each agency is a commander level, every other agent there is a sub-commander level. All of them have six-shot revolvers (the Judge may vary this as he desires).

A warped version of Nightcrawler is roaming the 8th floor, but will only be noticed if a player character arrives on that floor and starts snooping around. Otherwise, he is just crawling around and quietly sabotaging the office equipment. Use Nightcrawler's statistics, but lower his Fighting to Good and his Reason to Typical.

A warped version of Shadowcat is phasing randomly throughout the first through the tenth floors. The Judge should roll 1d10 when the player characters first enter floors 1 through 10 for her initial location. She will move up or down one floor, every round after that (50-50

chance). If she is occupying the same floor as a player character, she will attack. If she is on a floor when an elevator passes it, she will follow the elevator (up to 2 floors at a time). Other than to the heroes, she will not show herself. Use Shadowcat's statistics for the warped character, lowering her Fighting to Good, and her Reason to Typical.

Brief Agency Descriptions:

CIA: The leading American intelligence agency which controls most U.S. information gathering and covert operations overseas.

Coast Guard: The Coast Guard is a division of the Department of Transportation during peacetime, and is charged with the protection of America's major internal rivers and lakes, and with all of her shoreline. C.G. is also active in preventing drug smuggling over our waterways.

FBI: The leading American intelligence agency which controls most U.S. criminal investigations within U.S. boundaries that do not come under the jurisdiction of other agencies. Anti-terrorism is becoming a major part of their activities.

IRS: The investigative branch of the American agency which oversees payment of taxes. This branch has put many an organized gangster away for tax evasion.

SHIELD: This intelligence agency was originated by America, but is actually international in authority. It usually handles super-powered villains and huge criminal agencies. It currently is in great turmoil and is suffering from a power struggle to oust its leader, Nick Fury.

DOD: The Department of Defense is the cover for the Project: Wideawake operations in New York (see the 11th and 12th floors).

Justice/US Marshal: The main concern of this agency with respect to the game is its witness protection program, whereby it protects federal witnesses (usually criminals who turn federal evidence) during the trial and resettles them in a new life afterward.

Secret Service: This agency is primarily charged with the protection of the U.S. President, Vice-President, their families, and all candidates for the presidency.

Treasury: These two separate divisions of

the Treasury Department handle different jobs—Currency handles forgery, counterfeiting, and the protection of the mints. A.T.F. handles illegal importing or manufacturing of liquor (bootlegging) and all forms of crimes dealing with the illegal manufacturing or smuggling of firearms.

FLOOR 11

(Use map labeled level 11)

Unless otherwise noted, no personnel are here today.

12. This is the reception desk for the DOD. The receptionist is here today. She is nice, polite, and has no idea what they do here.

13. This is the waiting lounge for people who have appointments. It is bugged by the DOD and everything anyone says in here is recorded by the personnel in room 20. The room is equipped with a wall-sized one way mirror (14), and all activity in lounge 13 is videotaped as well. No one is admitted to any of the DOD officers without full verification of their identity first.

14. One-way mirror.

15. Colonel Daniel Sample's office. He is a legitimate army officer and is here to handle all non-Project: Wideawake matter that relate to military intelligence. He is not here today.

16. This is a meeting room used by the DOD, or even by Project: Wideawake personnel when dealing with the non-security public. It is also bugged and video-taped by room 20.

17. This is Dr. Valerie Cooper's office here in New York City. It has invaluable information on many mutants, but most importantly, all the information on Freedom Force. She has a computer station here that allows it to stand alone or connect with DOD's mainframe computer. All of the Freedom Force information is on both computer discs and printed documents in her desk safe. The safe is made of Monstrous material and it has a Monstrous level lock on it. Dr. Cooper is not in town at the current time.

18. This is Peter Henry Gyrich's office. It has a computer station like in room 17, but all of his information is kept in the mainframe computers. A list of all known and suspected mutants is in his wall safe. It is the only list of

its kind in existence, not even the Project: Wideawake computer files have these names in them. Gyrich is with Willie in room 23.

19. This is the Project: Wideawake meeting room for security non-Project: Wideawake staff (Sebastian Shaw, senators, etc.). It is also bugged and taped by room 20. It has a huge etched-mirror map of the world on the north wall. A massive oak table runs the length of the room and is surrounded by large, leather chairs.

20 & 21. This is the Project: Wideawake outer security room. All conversations and actions in rooms 13, 16, and 19 are recorded and videotaped through here. Two communications operatives are always on duty here. They are armed with twenty-shot sub-machine gun pistols. They also have a constant open microphone to room 21. Room 21 is a final security clearance room before entering P:W's inner complex. There are three Project: Wideawake operatives in here that are to prevent anyone going through either way without checking their I.D.s. Two of them are armed with sub-machine guns, one with an automatic shotgun (can fire twice per round) that holds 10 shots. If the agents in room 20 note anyone sneaking into the floor via the elevator or see trouble in the lounge or meeting rooms, they inform the agents in room 21. Two agents go and check it out, one always stays on duty in 21 with his hand on a dead-man switch. If room 20 is breached, the agents in that room immediately trigger an alarm that lets the whole complex know it's under attack. The single guard in 21 then rushes to help them, releasing the dead-man switch and completely sealing the lock. It can then only be opened from the inside. Usually the inside will not be open until they are sure everything is secure outside. This is normally done by a few agents going down elevator C to S2, then taking elevator A back to the 11th floor keeping in radio contact the whole time. If this fails, they call in three Sentinels up to this floor to open the door and capture the intruders. If no Sentinels appear, they destroy their computer files and documents, and escape through the roof exit.

22. A guard stands on duty here at all times, to guard this level from anyone coming down

elevator D who is not supposed to. He is sub-commander level and is equipped with a 20 shot sub-machine pistol.

23. This is the Project: Wideawake medical ward in NYC. It is equipped with an auto-doc similar to that in the X-Men mansion. Currently, Willie is the only patient in here. Peter Henry Gyrich is in here too, observing. He is equipped with a nine-shot automatic pistol.

24. This is the Project: Wideawake communications room. It is the best equipped such room in the whole building and has monitors covering all the covert activities of the Project: Wideawake organization within 400 miles. The Sentinels can also be summoned from this room. If Gyrich feels the complex is threatened, he must come in here to summon the Sentinels. It then takes them six rounds to arrive here from S2.

25. This is the Project: Wideawake main computer room. Though some duplicate files exist in the Washington Project: Wideawake bureau, most are kept right here. If this room is destroyed, Project: Wideawake operations will be set back more than a year. Full dossiers on every known mutant are contained in the computer files, PLUS damaging evidence that lists P:W's illegal activities. It would take someone with at least Good computer skills to access the computer, and Incredible or better skills to have a chance at making the red FEAT roll required to print out this information.

26. This is the maintenance room for the supplies needs to keep floors 11 and 12 clean. Project: Wideawake supplies their own maintenance personnel.

27. This is the elevator B works room. If there is any breakdown with elevator B, it is repaired here.

FLOOR 12

(Use map labeled level 12)

Unless otherwise noted, no personnel are here today.

28. This is the elevator C works room. If there is any breakdown with elevator C, it is repaired here. Elevator A has its shed on the roof.

29. This is a lounge area for the Project: Wideawake personnel. A small kitchenette is located here, as is a coffee maker, radio, etc.

30. A guard stands on duty here at all times, to guard this level from anyone coming up elevator D who is not supposed to. He is sub-commander level and is equipped with a 20 shot sub-machine pistol.

31. This is the Project: Wideawake security chief's office. He is commander level, carries an experimental X-ray laser pistol that has a 10 area range, has a 10 shot power pack, and causes Remarkable damage. He is here today, and is always here when operatives are working.

32. This is the Project: Wideawake armory. Almost any kind of weapon a character could want is in here. An entire 30-man fighting team can be fully equipped from this room. (Actual

equipment herein is left to the Judge's discretion. The MARVEL SUPER HEROES® Game Accessory, *Weapons Locker*, is invaluable for outfitting such a location.

33. This is the room where agents who are on duty that week stay during their off hours. Since Project: Wideawake is always subject to a moments notice, a crew of agents are always here. The room is equipped with bunks, chairs, television, stereo, etc. It can sleep eight. It currently holds six snoozing sub-commander level agents. They are unarmed and will not awaken unless the alarm goes off or one of their fellow agents wakes them. The first thing they do, when responding to an emergency, is go to the armory and equip themselves.

34. This long room is a library/study room for Project: Wideawake agents. It has pictures of all the known mutants tacked up on the walls, along with famous mutant supporters and those people strongly suspected of being a mutant. There are videotape machines in here with a videocassette library of all known footage of mutant super heroes and villains. This is where the tapes were played for Willie's interrogation, though the device used to feed those images to his mind is currently in the medical ward with him, not here.

35. This large theatre is the mission briefing/debriefing room that also serves as a meeting room for all the agents of Project: Wideawake when they are here. It has a large screen and a projector room, plus a ceiling-hung holographic projector. There is only one agent currently here (operative level, six-shot handgun). He is cleaning up the place.

36. This is the office of the head of the New York branch of the P:W. In his floor safe is a list of all the Project: Wideawake agents assigned to his office, their cover identities and addresses. It is the only list of its kind. He is not in today.

37. This is the access stairway room to the rooftop. It has a guard in here at all times (sub-commander level, armed with a sub-machine gun). He is making sure that no one comes in here from the roof who should not. If he believes he cannot hold back an invader, there is a red button that he is to push that will sound an alarm in the Project: Wideawake complex. There is also a security camera in here that ties-in to floor 11's room 20, but it is currently having difficulties. It will not be turned on unless the alarm is sounded. There are a couple of Project: Wideawake uniforms in this room that agents don once they have arrived from their helicopter flight.

ROOFTOP LEVEL

(No specific map, use the City Map)

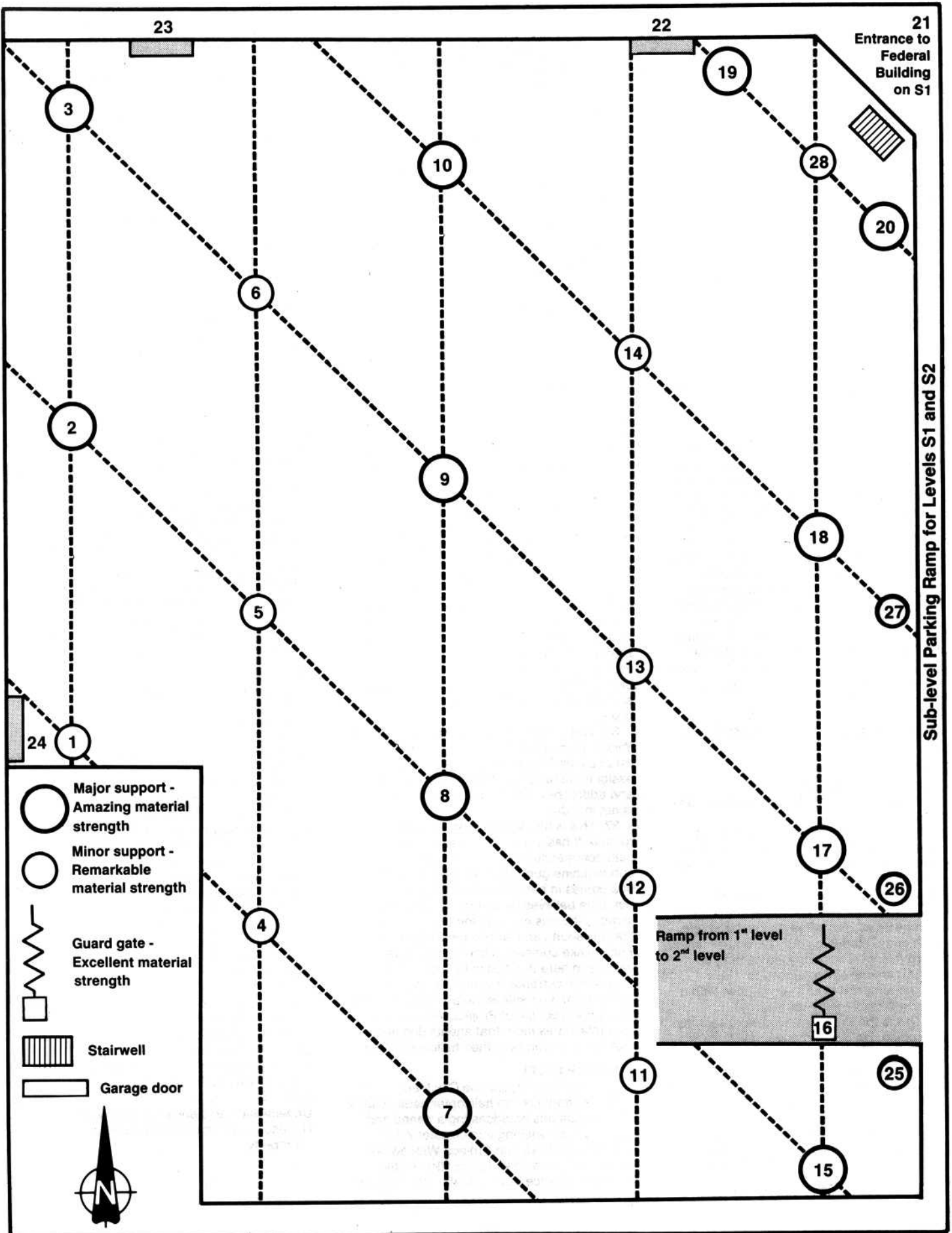
The rooftop has two helicopter pads, a large communications broadcasting antenna and scrambler, an opening into elevator A for members of those non-Project: Wideawake agencies to take down to their floors, the stairwell entrance down into the 12th floor for

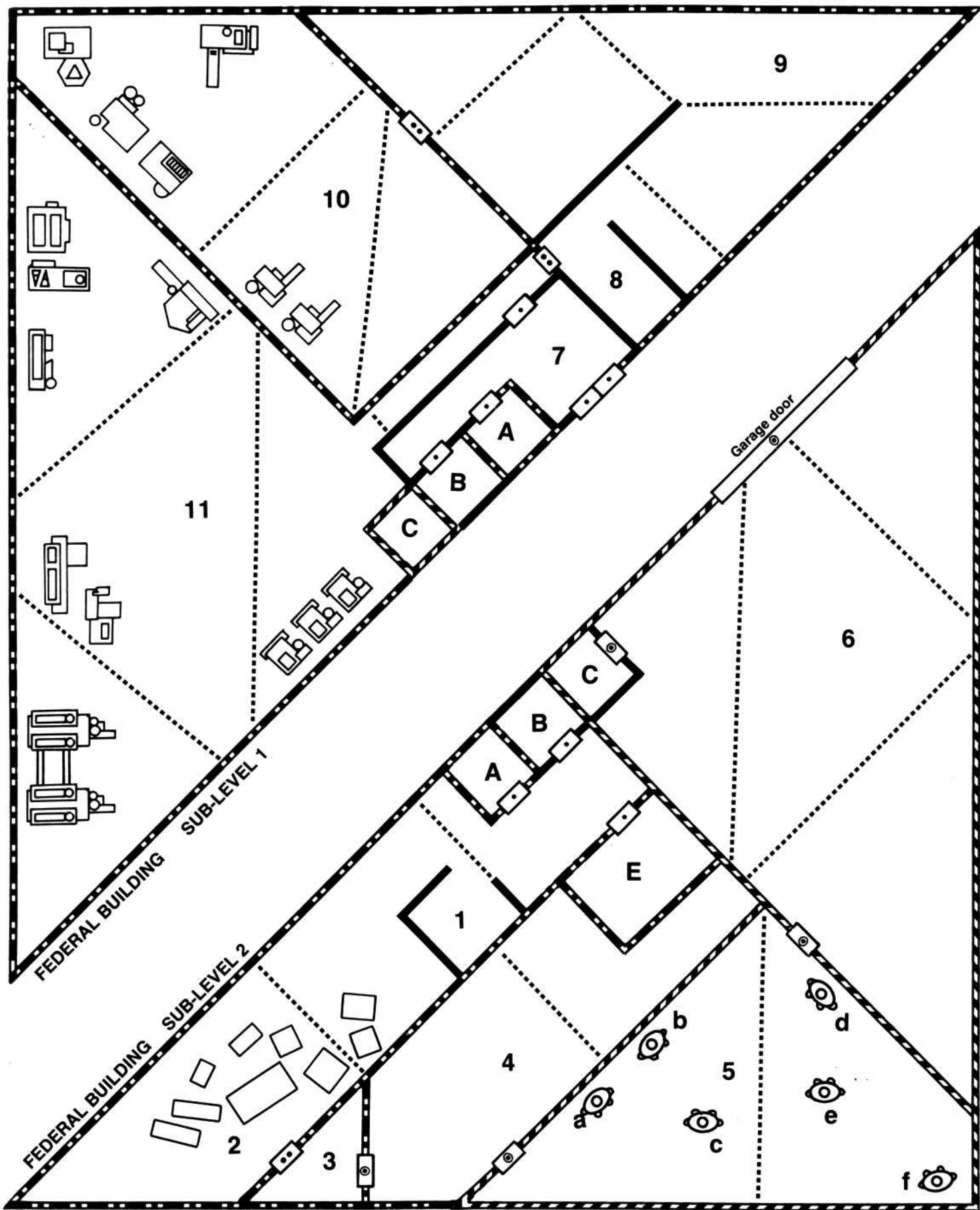
authorized Project: Wideawake personnel, and the elevator shack for Elevator A in case it needs repairs. It also has a Project: Wideawake armed guard (commander level with a sub-machine gun) making sure no one goes near that stairwell entrance. The stairwell entrance, door, and lock are all made out of Monstrous metal material. The guard carries a walkie-talkie and checks in with the 11th floor's room 20 every half hour.

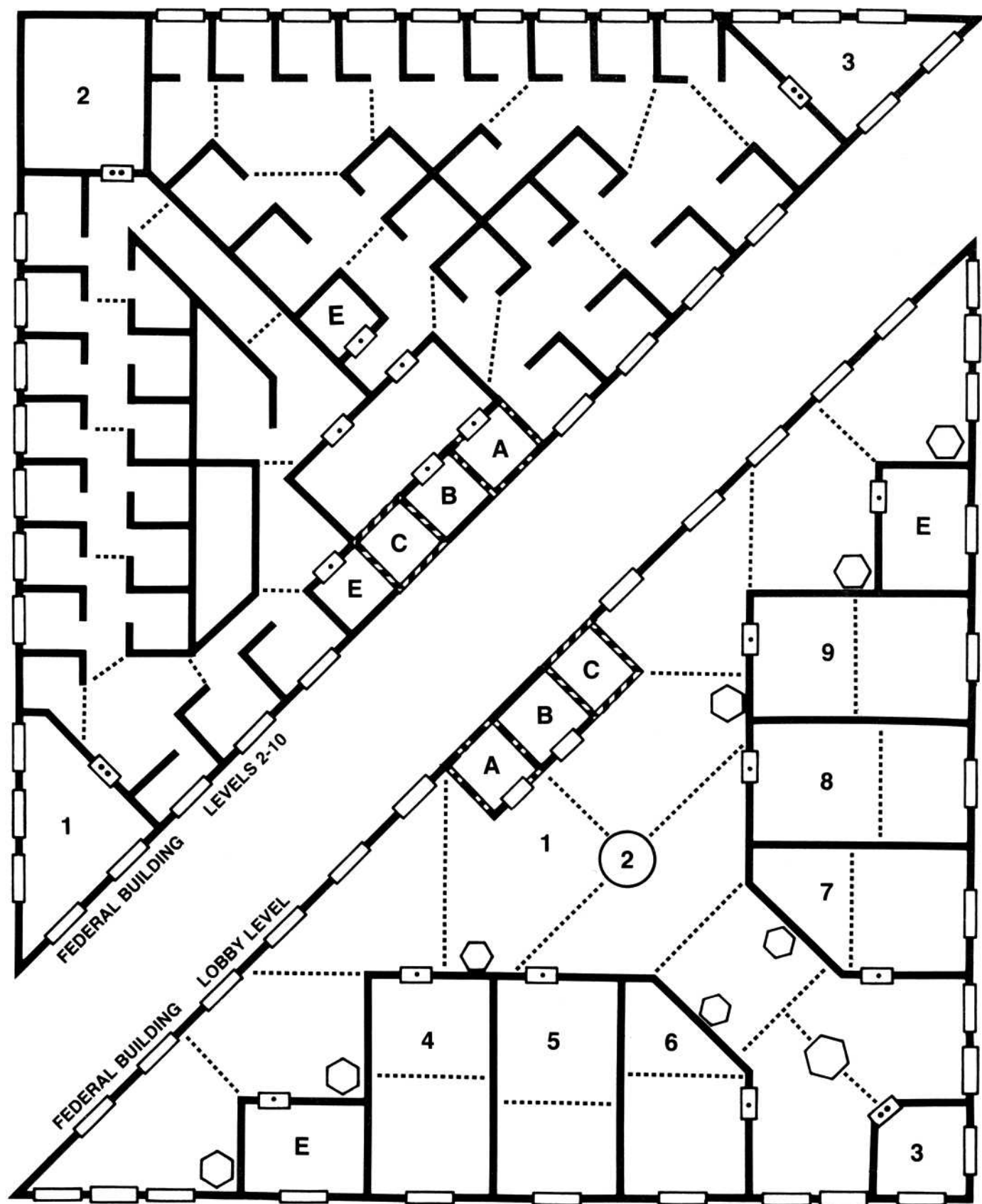
AFTERMATH: The adventure should end in one of two ways: the heroes rescuing Willie and getting him competent medical help in time, or Gyrich escaping with Willie and the heroes having to track him down (which is up to the Judge to design). No other ending is suitable, and another Willie option will have to be used to arrive at one conclusion or another. Even if all of the player characters are defeated, Willie's warped characters will become so tough, that Gyrich will not know what is going on and mistakenly believe he is under full "mutie attack". The following Karma is only some of the suggested results, the Judge should feel free to reward creative planning on the player characters part for assaulting the Federal Building. Since Gyrich can only exit by the roof or the S2 secret tunnels, the best possible scenario would be to flush him outside with Willie, and then take him, but, of course, that implies that the heroes know where he is and how to scare him out.

KARMA:

Each operative level opponent defeated	+ 15
Each sub-comm. level opponent defeated	+ 20
Each commander level opponent defeated	+ 25
Gyrich defeated	+ 30
Each Sentinel rendered inoperative	+ 30
Warped Nightcrawler defeated	+ 40
Warped Shadowcat defeated	+ 40
Each Sentinel defeated in combat	+ 50
Anti-mutant information destroyed	+ 60
Incriminating evidence secured	+ 75
Project: Wideawake seriously set back	+ 90
Willie safely captured and treated	+ 125
Mission accomplished without having to injure any non-Project: Wideawake personnel	+ 125
Mission aborted	- 75
Gyrich escapes with Willie	- 75
Gyrich escapes by himself	- 50
Defeat by Sentinel	- 40
Defeat by warped characters	- 30
Defeat by numerous agents	- 25
Any act which sends debris down into the streets, thus endangering civilians	- 25
Unnecessary acts endangering civilians	- 20
Unnecessary damage to other agency's property	- 15







THE DANGER ROOM				
A1	A2	A3	A4	
B1	B2	B3	B4	B5
C1	C2	C3	C4	
D1	D2	D3	D4	D5
E1	E2	E3	E4	
F1	F2	F3	F4	F5
G1	G2	G3	G4	
H1	H2	H3	H4	H5
J1	J2	J3	J4	
K1	K2	K3	K4	K5
L1	L2	L3	L4	

A5	A6	A7	A8	A9
B6	B7	B8	B9	
C5	C6	C7	C8	C9
D6	D7	D8	D9	
E5	E6	E7	E8	E9
F6	F7	F8	F9	
G5	G6	G7	G8	G9
H6	H7	H8	H9	
J5	J6	J7	J8	J9
K6	K7	K8	K9	
L5	L6	L7	L8	L9

